Form 3160-3 (December 1990)

SUBMIT IN T *PLICATE* Other instruction reverse side)

Form approved.

Budget Bureau No. 1004-0136

DEPARTMENT OF THE INTERIOR							

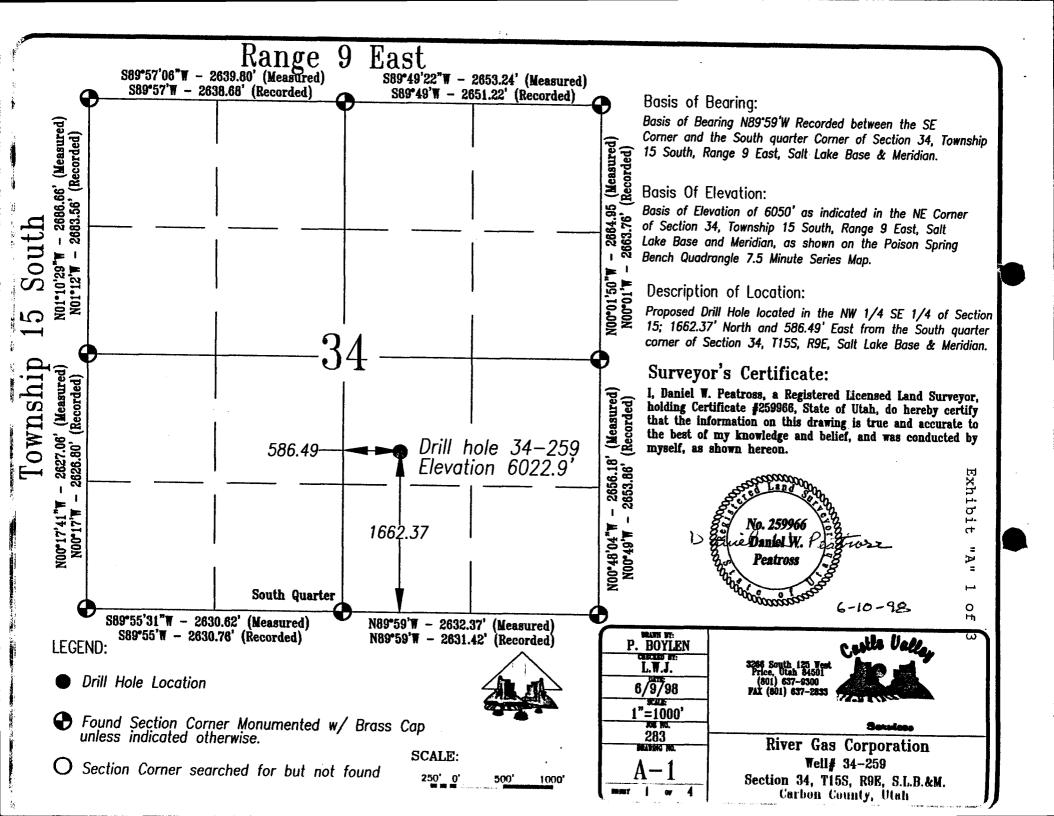
Expires: December 31, 1991

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			TMENT OF T			ł				5. LEASE DESIGNAT	ION AN	ND SERIAL NO.
			EAU OF LAND M							UTU-65297		L-48231
	APPLICA	ATION	FOR PERMI	T TC	DRILL	OR	DEEPEN			6. IF INDIAN, ALLO	, IEE OI	K TRIBE NAME
la. TYPE OF WORK		F.T								7. UNIT AGREEMEN	TNAM	F
	DRILL	X	DEEP	EN						N/A		
b. TYPE OF WELL OIL	GAS				SINGLE		MULTIPLE			8. FARM OR LEASE	NAME,	WELL NO.
WELL	WELL X	OTHER			ZONE	X	ZONE		Utal	USA 34-259		
2. NAME OF OPERATO RIV	R ER GAS COI	RPORAT	ION			***		··········· <u>·</u>	<i>ps</i> ₁ <i>to</i> 1	9. API WELL NO.		
3. ADDRESS AND TELI										10. FIELD AND POOI	, OR W	ILDCAT
			Jtah 84501 (637-887	6				Undesignated		
	C (Report location clear)		dance with any State require	ements.*)	_			8.1		11. SEC.,T.,R.,M., OR AND SURVEY OR		
At proposed prod. zone		FEL			r	N	FIDENTI	ΔΙ		NW/4, SE/4, S		4, T15S,
	•				<u> </u>	UIT	IULITI	# 11Lm		R9E, SLB&M		
9.8 r	niles southwes	st of Price	ST TOWN OR POST OFF	ICE*						12. COUNTY OR PAR	ISH	13. STATE
15. DISTANCE FROM P.				16 NO	OF ACRES IN L	EACE			Lia vo	Carbon		UTAH
LOCATION TO NEA	REST	0001		10. 110.						OF ACRES ASSIGNED HIS WELL		
PROPERTY OR LEA (Also to nearest drig.)	ınit line, if any)	800'			1360.0	00 acre	es			160 acres	;	
18. DISTANCE FROM PI LOCATION TO NEA				19. PRO	POSED DEPTH				20. ROTAR	Y OR CABLE TOOLS		
DRILLING, COMPLI APPLIED FOR, ON T	ETED, OR	3140'		3120'			Rotary					
21. ELEVATIONS (Show	whether DF,RT,GR,et	c.)							22.	. APPROX. DATE WORK V	WILL ST	FART*
GR 6023'									Ì	August 19)98	
23.			PROPOSED CA	SING A	ND CEMEN	NTING	PROGRAM					
SIZE OF HOLE	GRADE, SIZE OF	CASING	WEIGHT PER FOO	Г	SETTING DE	РТН			QUANT	TITY OF CEMENT		
14"	12-3/4"		Conductor		25'	'						
11"	8-5/8"		24 #/ft		312'	· 1	137 sks G+29	% CaC	1 + 1/4#	per sack flocel		
7-7/8"	5-1/2"		17 #/ft		3120'	<u>'</u>	306 sks 50/50 Pc	OZ +8%	gel+2%Ca	Cl+10%extender. 75	sks "C	3" thixotropic
SEE ATTAC	THEN			•		•						
SEE ATTAC	neD											
) EC	E]]	VE 1998			
						ם	IV. OF OIL.	GAS	& MIN	IING		

IN ABOVE SPACE DESCRIBE PROPOSED PROGRAM: If proposal is to deepen, give data present productive zone and proposed new productive zone. If proposal is to drill or deepen directionally, give

pertinent data on subsurface locations and measured and true vertical depths. (live blowout preventer program, if any.	
signed Don S. Hamilton	TITLE Permit Specialist	_{DATE} June 17, 1998
(This space for Federal or State office use) PERMIT NO. 43-007-30456	APPROVAL DATE	
Application approval does not warrant or certify that the applic CONDITIONS OF APPROVAL, IF ANY: APPROVED BY	BRADLEY G. HILL TITLE RECLAMATION SPECIALIST III	h would entitle the applicant to conduct operations thereon. DATE 3 11 99
	*See Instructions On Reverse Side	('

Title 18 U.S.C. Section 1001, makes it a crime for any person knowingly and willfully to make to any department or agency or the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.



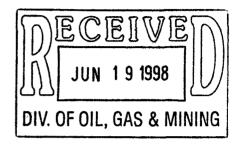




RIVER GAS CORPORATION

UTAH OPERATIONS 1305 South 100 East Price, Utah 84501 Bus. (435) 637-8876 FAX (435) 637-8924

June 17, 1998



Mr. Eric Jones Petroleum Engineer Bureau of Land Management 82 E. Dogwood Moab, Utah 84532

RE: Application for Permit to Drill-USA 34-259, NW/4, SE/4, Sect.34 T15S, R9E, SLB & M, Carbon County, Utah

Dear Eric:

Enclosed is the original of the *Application for Permit to Drill* (APD) and a Sundry Notice (requesting exception to spacing) for the above named well. Included with the APD is the following information:

Exhibit "A"- Survey plat of the proposed well site;

Exhibit "B" - Proposed Location Map with Pipeline, Power, and Road Access;

Exhibit "C" - Drilling Site Layout;

Exhibit "D" - On-site Inspection Checklist;

Exhibit "E" - Production Site Layout;

Exhibit "F" - Typical Road Cross-section;

Exhibit "G" - BOP Diagram;

Exhibit "H" - Typical Wellhead Manifold;

Exhibit "I" - Culvert Design;

Please accept this letter as River Gas Corporation's written request for confidential treatment of all information contained in and pertaining to this permit application, if said information is eligible for such consideration.

Thank you very much for your timely consideration of this application. Please feel free to contact me if you have any questions.

Sincerely,

Don S. Hamilton

Don S. Hamilton Permit Specialist

cc: Mr. Don Stephens, BLM, Price, Utah

Mr. Chuck Snure, Texaco

Mr. R.A. Lamarre, Texaco

Mr. Gee Lake, Jr., Dominion Resources

Mr. John Baza, DOGM

Mrs. Tammie Butts, River Gas Corporation

RGC Well File

Form 3160-5 (June 1990)

Notice of Intent

Subsequent Report

UNITED STATES OF THE INTERIOR DEPARTM BU

FORM APPROVED
Budget Bureau No. 1004-0135
Expires: March 31, 1993

6. If Indian, Allottee or Tribe Name

Change of Plans

New Construction

REAU OF LAND MANAGEMENT	Expires: March 31, 199
	5. Lease Designation and Serial No.
OTICES AND REPORTS ON WELLS	UTU-65297

SOIND	NT NOTIC	S AND VE	PURIS UN	AAELT2	
s form fo	r proposals to	drill or to de	epen or reentr	y to a differ	ent reservoir.

Do not use thi Use "APPLICATION FOR PERMIT--" for such proposals

	N/A
7.	If Unit or CA, Agreement Designation

SUBMIT IN TRIPLICA	7. If Unit or CA, Agreement Designation N/A
1. Type of Well Oil Si Gas Other 2. Name of Operator River Gas Corporation	8. Well Name and No. USA 34-259 9. API Well No.
3. Address and Telephone No. 1305 South 100 East Price, Utah 8 4. Location of Well (Footage, Sec.,T., R:, M., or Survey Description) 1662' FSL, 2046' FEL NW/4, SE/4, Sec.34, T15S, R9E, \$	11. County or Parish, State
12. CHECK APPROPRIATE BOX(s) TO INDICAT	E NATURE OF NOTICE, REPORT, OR OTHER DATA
TYPE OF SUBMISSION	TYPE OF ACTION

Plugging Back Non-Routine Fracturing Final Abandonment Notice Casing Repair Water Shut-Off Altering Casing Conversion to Injection Other Dispose Water (Note: Report results of multiple completion on Well Completion or

Abandonment

Recompletion

13. Describe Proposed or Completed Operations (Clearly state all pertinent details, and give pertinent dates, including estimated date of starting any proposed work. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)*

Request for exception to the state spacing rule based on Geology.

14. I hereby certify that the fore						
Signed Don S.	Hamelton Title	Permit Specialist		_ Date _	6/17/98	
(This space for Federal or State of	office use)					
Approved by Conditions of approval, if any:	Title		_Date		· · · · · · · · · · · · · · · · · · ·	_

Title 18 U.S.C. Section 1001, makes it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

<u>UT-060-3160-1</u> December, 1992

Bureau of Land Management Moab District Application for Permit to Drill On-Site Inspection Checklist

Company River Gas Corporation	Well No. 34-259
Location: Sec. <u>34</u> , T <u>15</u> S, R <u>9</u> E,	Lease No. UTU-65297
On-Site Inspection Date:5-7-98	

All operations will be conducted in such a manner that full compliance is made with applicable laws, regulations (43 CFR 3100), Onshore Oil and Gas Orders, the approved plan of operations and the conditions of approval. The operator is fully responsible for the actions of his subcontractors. A copy of these conditions will be furnished to the field representative to ensure compliance.

A. DRILLING PROGRAM

1. <u>Surface Formation and Estimated Formation Tops</u>:

Surface formation: Upper Mancos Shale Estimated top of Ferron Formation: 2,220'

2. <u>Estimated Depth at Which Oil, Gas, Water or Other Mineral Bearing Zones are Expected to be Encountered</u>

<u>Depth</u>

Formation

Expected Oil Zones: none

Expected Gas Zones: Ferron Coal Interval: 2,250'-2,380'

Expected Water Zones: 2,250'-2,380' Expected Mineral Zones: none

All fresh water and prospectively valuable minerals encountered during drilling will be recorded by depth and will be cased and cemented. When possible, water flow rates will be measured and samples will be taken and analyzed. All oil and gas shows will be tested to determine commercial potential.

3. <u>Pressure Control Equipment-</u> include schematics of the BOP and choke manifold, and describe testing procedures: Quick Test is contracted to test the manifold, blind rams, and B.O.P to 2000 psi. Surface casing is tested to 1 psi/ft. See attachment.

BOP systems will be consistent with API RP 53 and Onshore Oil and Gas Order No. 2, with variances previously granted. Pressure tests of the surface casing and all BOP equipment potentially subject to pressure will be conducted before drilling the surface casing shoe. Blowout preventer controls will be installed prior to drilling the surface casing shoe and will remain in use until the well is completed or abandoned. Ram preventers shall be inspected and operated each trip (no more than once a day is necessary), and annular preventers shall be inspected and operated weekly to ensure good mechanical working order. These inspections shall be recorded in the drilling log and in the daily drilling report.

- 4. Casing Program and Auxiliary Equipment include casing size, weight, grade, thread and coupling, setting depth and condition (new or acceptably reconditioned): Approximately 3120' of 5 ½", 17#/ft,N-80, LT&C production casing will be installed approximately 10% of the above setting depth will be 8 5/8", 24#/ft J-55 surface casing.
- Cement-include the cement type, density, yield, additives and amount used in setting each
 casing string. Also include the anticipated cement fill-up. If stage cementing, describe
 techniques: See cement design.
- 6. <u>Mud Program and Circulating Medium</u>- include mud components and weights. When air drilling, also include: length and location of blooie line; description of the auto ignitor; description of the deduster equipment; and amounts, types and characteristics of stand-by mud: Hole will be drilled with air.
- Coring, Logging and Testing Program: Bulk Density, Gamma, Neutron Density, Resistivity
 and Caliper logs will be ran.
 Initial opening of drill stem test tools will be restricted to daylight hours.
- 8. <u>Abnormal Conditions, Bottom Hole Pressures and Potential Hazards</u>- include anticipated bottomhole pressure and/or pressure gradient: No abnormal conditions are anticipated. Formation is slightly over-pressured. Estimated BHP: 1420 psi.
- 9. Any Other Aspects of this Proposal that should be Addressed:

B. THIRTEEN POINT SURFACE USE PLAN

The dirt contractor will be provided with an approved copy of the surface use plan of operations before initiating construction.

1. Existing Roads:

- a. Proposed route to location (submit a map depicting access and well location).
- b. Location of proposed well in relation to town or other reference point: 9.8 miles southwest of Price, Ut.
- c. Contact the County Road Department for use of county roads. The use of San Juan County roads will require an encroachment permit from the San Juan Road Department.
- d. Plans for improvement and/or maintenance of existing roads:
- e. Other:

2. Planned Access Roads:

- a. Location (centerline): Off of USA 35-262 approx:1800'FSL,1500'FWL,Sec.35
- b. Length of new access top be constructed: 3300'
- c. Length of existing roads to be upgraded: 400'
- d. Maximum total disturbed width: 60'
- e. Maximum travel surface width: 25'

f. Maximum grades: 8%

g. Turnouts: N/A

h. Surface materials: In-place residual of Mancos Shale

- i. Drainage (crowning, ditching, culverts, etc): Roads will be crowned with bar ditches on both sides & 6 culverts placed along new road.
- j. Cattleguards: N/A
- Length of new and/or existing roads which lie outside the lease boundary for which a BLM right-of-way is required: N/A
- I. Other:

Surface disturbance and vehicular travel will be limited to the approved location access road. Any additional area needed must be approved by the Area Manager advance.

If a right-a-way is necessary, no surface disturbing activities shall take place on the subject right-of-way until the associated APD is approved. The holder will adhere to conditions of approval in the Surface Use Program of the approved APD, relevant to any right-of-way facilities.

If a right-of-way is secured, boundary adjustments in the lease or unit shall automatically amend this right-of-way to include that portion of the facility no longer contained within the lease or unit. In the event of an automatic amendment to this right-of-way grant, the prioron-lease/unit conditions of approval of this facility will not be affected even though they would now apply to facilities outside of the lease/unit as a result of a boundary adjustment. Rental fees, if appropriate shall be recalculated based on the conditions of this grant and the regulations in effect at the time of an automatic amendment.

If the well is productive, the access road will be rehabilitated or brought to Resource (Class III) Road Standards within 60 days of dismantling the rig. If upgraded, the access road must be maintained at these standards until the well is properly abandoned. If this time frame cannot be met, the Area Manager will be notified so that temporary drainage control can be installed along the access road.

3. <u>Location of Existing Wells</u>-on a map, show the location of all water, injection, disposal, producing and drilling wells within a one mile radius of the proposed well, and describe the status of each: See Attachment "B"

4. Location of Production Facilities:

a. On-site facilities: See Attachment "E"

b. Off-site facilities: none

c. Pipelines: N/A

All permanent (in place for six months or longer) structures constructed or installed (including oil well pump jacks) will be painted a flat, nonreflective color to match the standard environmental colors, as determined by the Rocky Mountain Five-State Interagency

Committee. All facilities will be painted within six months of installation. Facilities required by comply with the Occupational Safety and Health Act (OSHA) may be excluded. Colors will be as follows:tan

All site security guidelines identified in 43 CFR § 3163.7-5 and Onshore Oil and Gas Order No. 3 Colors will be as follows: tan

If a gas meter run is constructed, it will be located on lease within 500 feet of the wellhead. The gas flowline will be buried from the wellhead to the meter and will be buried downstream of the meter until it leaves the pad. Meter runs will be housed and/or fenced. The gas meter shall be calibrated prior to first sales and shall be calibrated quarterly thereafter. All gas production and measurement shall comply with the provisions of 43 CFR § 3162. 7-3, Onshore Oil and Gas Order No. 5, and American Gas Association (AGA) Report No. 3.

If a tank battery is constructed on this lease, it will be surrounded by a dike of sufficient capacity to contain 1 ½ times the storage capacity of the largest tank. All loading lines and valves will be placed inside the berm surrounding the tank battery. All oil production and measurement shall conform to the provisions of 43 CFR § 3162.7-3 and Onshore Oil and Gas Order No. 4

Production facilities on location may include a lined or unlined produced water pit as specified in NTL-2B. If water is produced from the well, an NTL-2B application must be submitted.

5. Location and Type of Water Supply:

All water needed for drilling purposes will be obtained from (describe location and/or show on a map): PRWID

6. Source of Construction Material:

Pad construction material will be obtained from (if the source is Federally owned, show location on a map): Private owner in East Price
The use of materials under BLM jurisdiction will conform to 43 CFR 3610.2-3.

7. Methods of Handling Waste Disposal:

Describe the methods and locations proposed for safe containment and disposal of waste material, e.g. cuttings, produced water, garbage, sewage, chemicals, etc.

The reserve pit will be lined with (native material, bentonite, synthetic material): Pit will be lined with native material unless designated otherwise by BLM officers prior to construction.

The reserve pit will be located: on the southwest end of the location, and the pit walls will be sloped at no greater than 2 to 1.

The reserve pit shall be located in cut material, with at least 50% of the pit volume being below original ground level. Three sides of the reserve pit will be fenced before drilling starts. The fourth side will be fenced as soon as drilling is completed, and shall remain until the pit is dry. As soon as the reserve pit has dried, all areas not needed for production will be rehabilitated.

Trash must be contained in a trash cage and hauled away to an approved disposal site as necessary but no later than at the completion of drilling operations.

- 8. Ancillary Facilities: Garbage Containers and Portable Toilets
- 9. Well Site Layout depict the pit, rig, cut and fill, topsoil, etc. on a plat with a scale of at least 1" = 50'.

All well, whether drilling, producing, suspended, or abandoned, will be identified in accordance with 43 CFR 3162.6.

Access to the well pad will be from: South

The blooie line will be located: on the Southwest end of the location, at least 100 feet from the well head.

To minimize the amount of fugitive dust and spray escaping from the blooie pit, the following blooie line deflection method will be employed: Water Injection.

10. Plans for Restoration of the Surface:

The top 6 inches of topsoil material will be removed from the location and stockpiled separately on: Adjacent land.

Topsoil along the access road will be reserved in place adjacent to the road.

Immediately upon completion of drilling, all equipment that is not necessary for production shall removed.

The reserve pit and that portion of the location not needed for production will be reclaimed.

Before any dirt work to restore the location takes place, the reserve pit must be completely dry.

Reclaimed roads will have the berms and cuts reduced and will be closed to vehicle use.

All disturbed areas will be recontoured to replicate the natural slope.

The stockpiled topsoil will be evenly distributed over the disturbed area.

Prior to reseeding, all disturbed areas, including the access roads, will be scarified and left with a rough surface.

Seed will be broadcast or drilled between Sept. and Nov., or at a time specified by the BLM. If broadcast, a harrow or some other implement will be dragged over the seeded area to assure seed coverage.

The following seed mixture will be used:

BLM-recommended mixture.

The abandonment marker will be one of the following, as specified by BLM:

1) at least four feet above ground level,

- 2) at restored ground level, or
- 3) below ground level.

In any case the marker shall be inscribed with the following: operator name, lease number, well name and surveyed description (township, range, section and either quarter-quarter or footages).

Additional requirements:

11. Surface and Mineral Ownership: BLM

12. Other Information:

a. Archeological Concerns: None that RGC is aware of.

The operator is responsible for informing all persons in the area who are associated with this project that they will be subject to prosecution for knowingly disturbing historic or archaeological sites, or for collecting artifacts. If historic or archaeological materials are uncovered during construction, the operator is to immediately stop work that might further disturb such materials, and contact the authorized officer (AO). Within five (5) working days, the AO will inform the operator as to:

- whether the materials appear eligible for the National Register of Historic Places;
- the mitigation measures the operator will likely have to undertake before the site can be used (assuming in situ preservation is not necessary); and
- a time frame for the AO to complete an expedited review under 36 CFR 800.11 to confirm, through the State Historic Preservation Officer, that the findings of the AO are correct and that mitigation is appropriate.

If the operator wishes, at any time, to relocate activities to avoid the expense of mitigation and/or the delays associated with this process, the AO will assume responsibility for whatever recordation and stabilization of the exposed materials may be required. Otherwise, the operator will be responsible for mitigation costs. The AO will provide technical and procedural guidelines for the conduct of mitigation. Upon verification from the AO that the required mitigation has been completed, the operator will then be allowed to resume construction.

- b. Threatened and Endangered Species Concerns: No
- c. Wildlife Seasonal Restrictions (yes/no): See EIS
- d. Off Location Geophysical Testing: N/A
- e. Drainage crossings that require additional State or Federal approval: N/A
- f. Other: N/A

13. Lessee's or Operator's Representative and Certification

Representative:

Name: Don S. Hamilton

Title: Permitting Specialist

Address: 1305 South 100 East Price, Utah 84501

Phone No: (435)637-8876

Certification:

I hereby certify that I, or persons under my direct supervision, have inspected the proposed drill site and access route; that I am familiar with the conditions which currently exists; that the statements make in this APD package are, to the best of my knowledge, true and correct; and that the work associated with the operations proposed herein will be performed by RGC and its contractors and subcontractors in conformity with this APD package and the terms and

conditions under which it is approved. I also certify responsibility for the operations conducted on that portion of the leased lands associated with this application, with bond coverage being provided under BLM bond no. S304604. This statement is subject to the provisions of 18 U.S.C. 1001 for the filing of a false statement.

Don S.	Hamilton		
Signature			
Permit Specialist		June 16, 1998	
Γitle		Date	

C. REQUIRED APPROVALS, REPORTS AND NOTIFICATIONS

Required verbal notifications are summarized in Table 1, attached.

<u>Building Location</u>- Contact the Resource Area, Natural Resource Protection Specialist at least 24 hours prior to commencing construction of location.

<u>Spud</u>- The spud date will be reported to the Resource Area Office 24 hours prior to spudding. Written notification in the form of a Sundry Notice (Form 3160-5) will be submitted the District Office within 24 hours after spudding, regardless of whether spud was made with a dry hole digger or big rig.

<u>Daily Drilling Reports</u>- Daily drilling reports shall detail the progress and status of the well and shall be submitted to the District Office on a weekly basis.

Monthly Reports of Operations- In accordance with Onshore Oil and Gas Order No. 1, this well shall be reported on Minerals Management Service (MMS) Form 3160, "Monthly Report of Operations," starting the month in which operations commence and continuing each month until the well is physically plugged and abandoned. This report will be filed directly with MMS.

<u>Sundry Notices</u>- There will be no deviation from the proposed drilling and/or workover program without prior approval from the Assistant District Manager. "Sundry Notices and Reports on Wells: (Form 3160-5) will be filed for approval for all changes of plans and other operations in accordance with 43 CFR 3162.3-2. Safe drilling and operating practices must be observed.

<u>Drilling Suspensions</u>- Operations authorized by this permit shall not be suspended for more than 30 days without prior approval of the Authorized Officer. All conditions of this approval shall be applicable during any operations conducted with a replacement rig.

<u>Undesirable Events</u>- Spills, blowouts, fires, leaks, accidents, or any other unusual occurrences shall be immediately reported to the Resource Area in accordance with requirements of NTL-3A.

<u>Cultural Resources</u>- If cultural resources are discovered during construction, work that might disturb the resources is to stop, and the Area Manager is to be notified.

<u>First Production</u>-Should the well be successfully completed for production, the Assistant District Manager, Minerals Division will be notified when the well is placed in producing status. Such notification may be made by phone, but must be followed by a sundry notice or letter not later than five (5) business days following the date on which the well is placed into production.

A first production conference will be scheduled as soon as the productivity of the well is apparent. This conference should be coordinated through the Resource Area Office. The Resource Area Office shall be notified prior to the first sale.

Well Completion Report- Whether the well is completed as a dry hole or as a producer, "Well Completion and Recompletion Report and Log" (Form 3160-4) will be submitted to the District Office not later than thirty (30) days after completion of the well or after completion of operations being performed, in accordance with 43 CFR 3162.4-1. Two copies of all logs, core descriptions, core analysis, well test data, geologic summaries, sample description, and all other surveys or data obtained and compiled during the drilling, workover, and/or completion operations, will be filed with Form 3160-4. Samples (cuttings and/or samples) will be submitted when requested by the Assistant District Manager.

<u>Venting/Flaring of Gas-NTL-4A</u> allows venting/flaring of gas during the initial well evaluation period not to exceed 30 days or 50 MMcf. Venting/flaring beyond the initial test period threshold must be approved by the District Office.

<u>Produced Water-Produced waste water may be confined to an unlined pit for a period not to exceed 90 days after initial production.</u> During the 90 day period, an application for approval of a permanent disposal method and location, along with the required water anlysis, will be submitted to the Assistant District Manager for approval pursuant to NTL-2B.

Off-Lease Measurement, Storage, Commingling- Prior approval must be obtained from the Assistant District Manager for off-lease measurement, off-lease storage and/or commingling (either down-hole or at the surface).

<u>Plugging and Abandonment</u>- If the well is completed as a dry hole, plugging instructions must be obtained from the BLM, Moab District Office prior to initiating plugging operations. Table 1 of this document provides the after-hours phone numbers of personnel who are authorized to give plugging instructions.

A "Subsequent Report of Abandonment" (Form 3160-5) will be filed with the Assistant District Manager, Minerals Divisions within thirty (30) days following completion of the well for abandonment. This report will indicate where plugs were placed and the current status of surface restoration. Upon completion of approved plugging, a regulation marker will be erected in accordance with 43 CFR 3162.6. Final abandonment will not be approved until the surface reclamation work required by the approved APD or approved abandonment notice has been completed to the satisfaction of the Area Manager or his representative, or the appropriate surface managing agency.

TABLE 1 NOTIFICATIONS

Notify <u>Don Stephens</u> of the <u>Price</u> Resource Area, at <u>(435)636-3608</u> for the following:

- 2 days prior to commencement of dirt work, construction or reclamation;
- 1 day prior to spudding;
- 50 feet prior to reaching surface and intermediate casing depths;
- 3 hours prior to testing BOPE;
- 12 hours prior to reaching kickoff point depth (if applicable).

If the person at the above number cannot be reached, notify the Moab District Office at (435) 259-6111. If unsuccessful, notify one of the people listed below.

Well abandonment operations require 24 hour advance notice and prior approval. In the case of newly drilled dry holes, verbal approval can be obtained by calling the Moab District Office, Branch of Fluid Minerals at (435) 259-6111. If approval is needed after work hours, you may contact the following:

Eric Jones, Petroleum Engineer

Office: (435) 259-6111

Home: (435) 259-2214

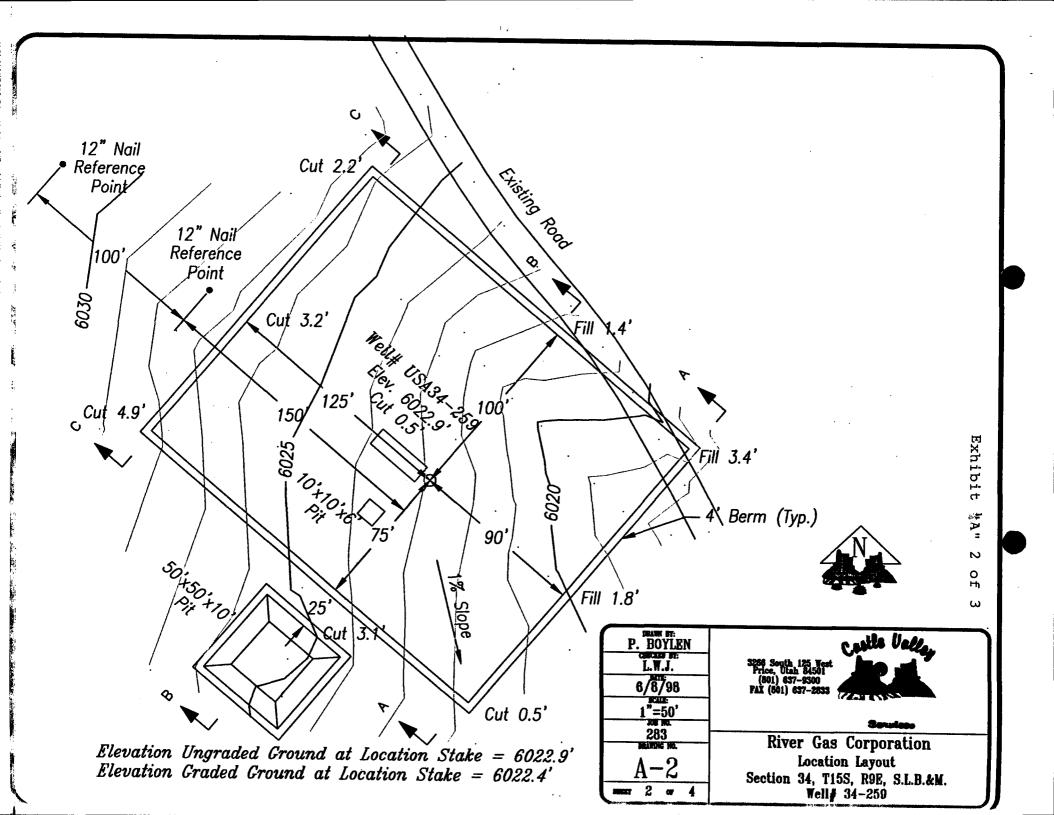
If unable to reach the above individuals, please call:

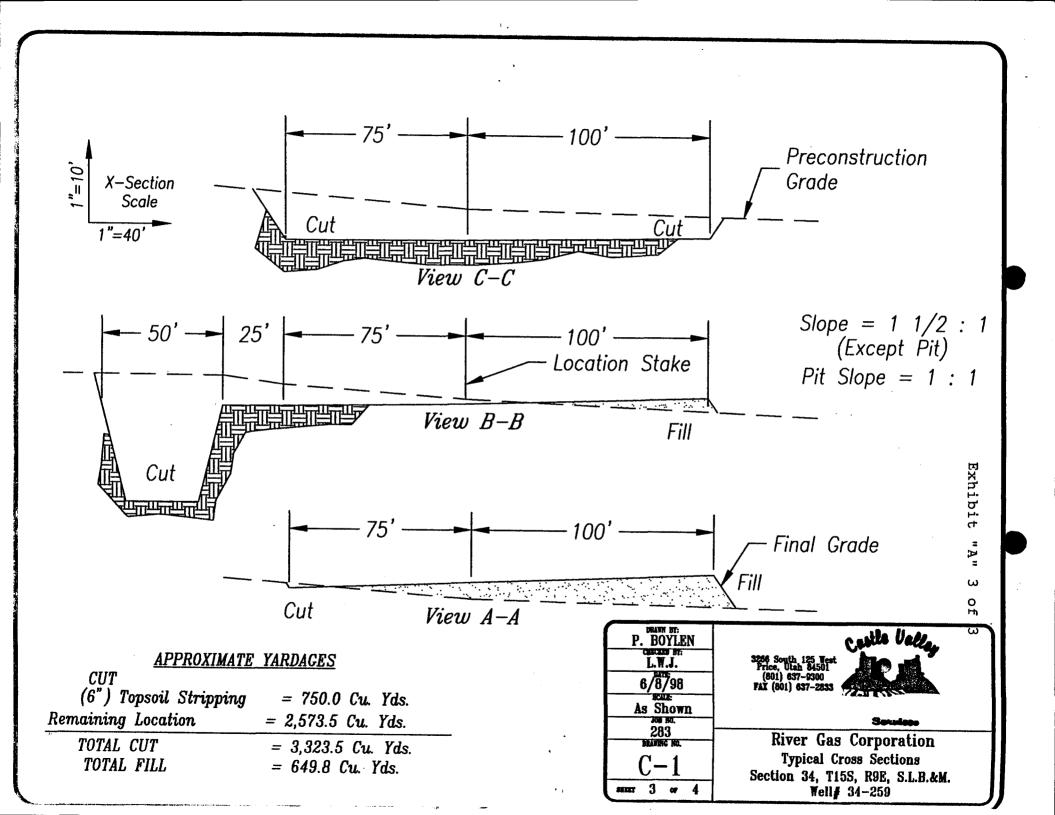
Lynn Jackson,

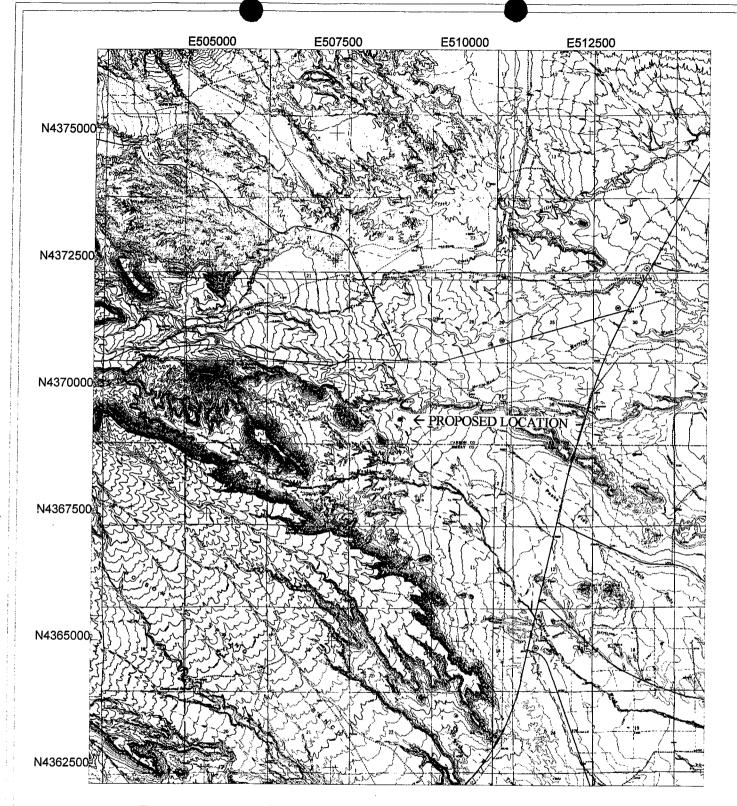
Office: (435) 259-6111

Chief, Branch of Fluid Minerals

Home: (435) 259-7990





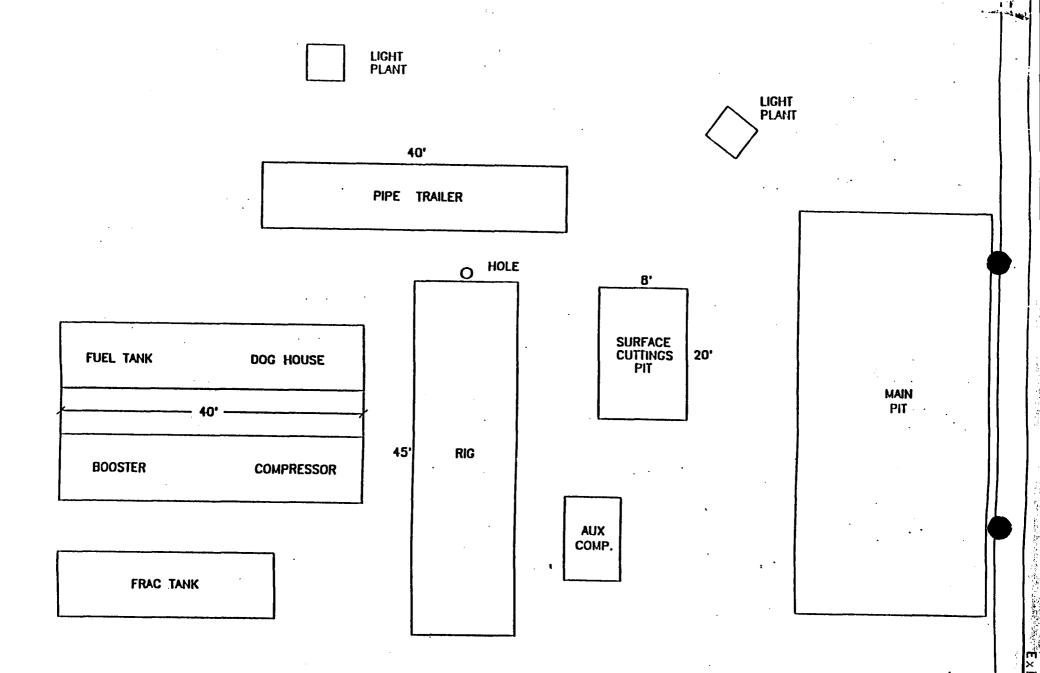


Proposed Location -- USA 34-259

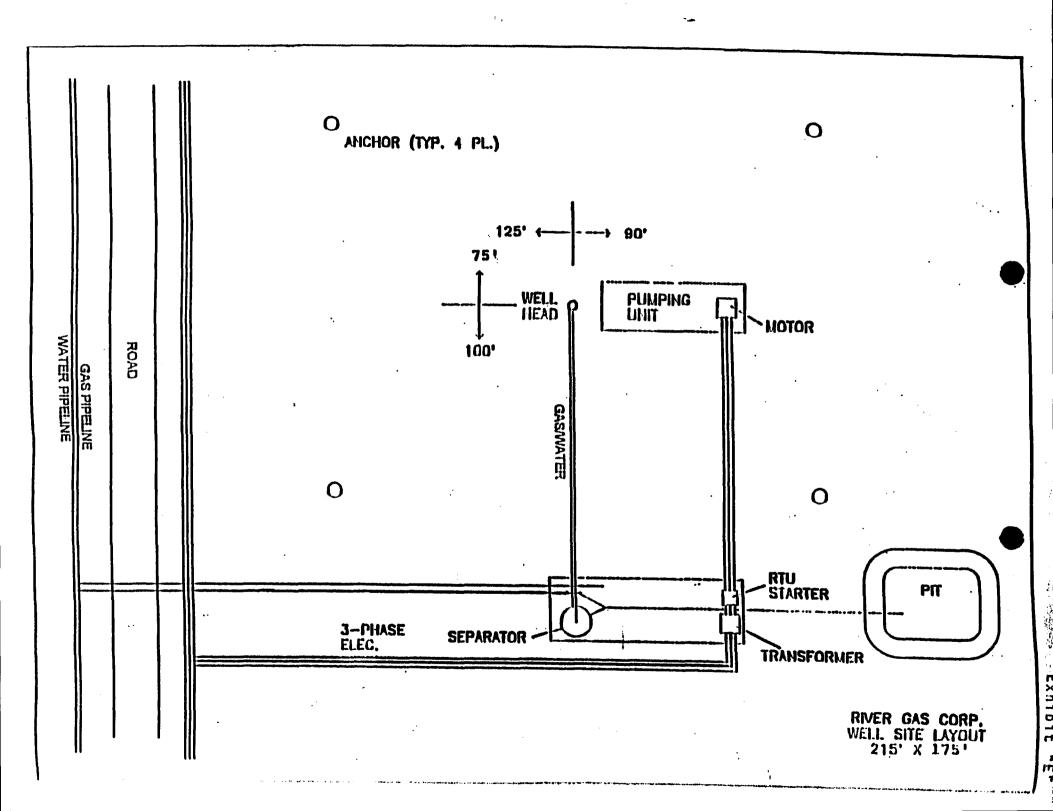
Universal Transverse Mercator North 12 NAD83 (Conus)

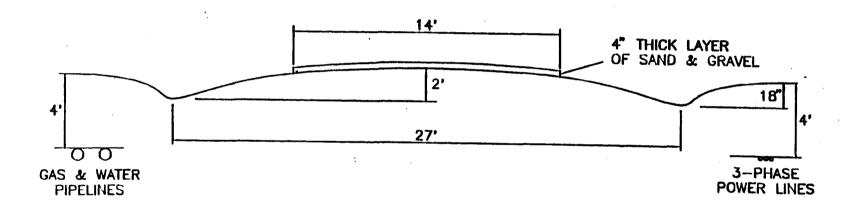
Scale 1:75000 0 8000 Feet

6/16/1998
Pathfinder Office™ **Trimble**



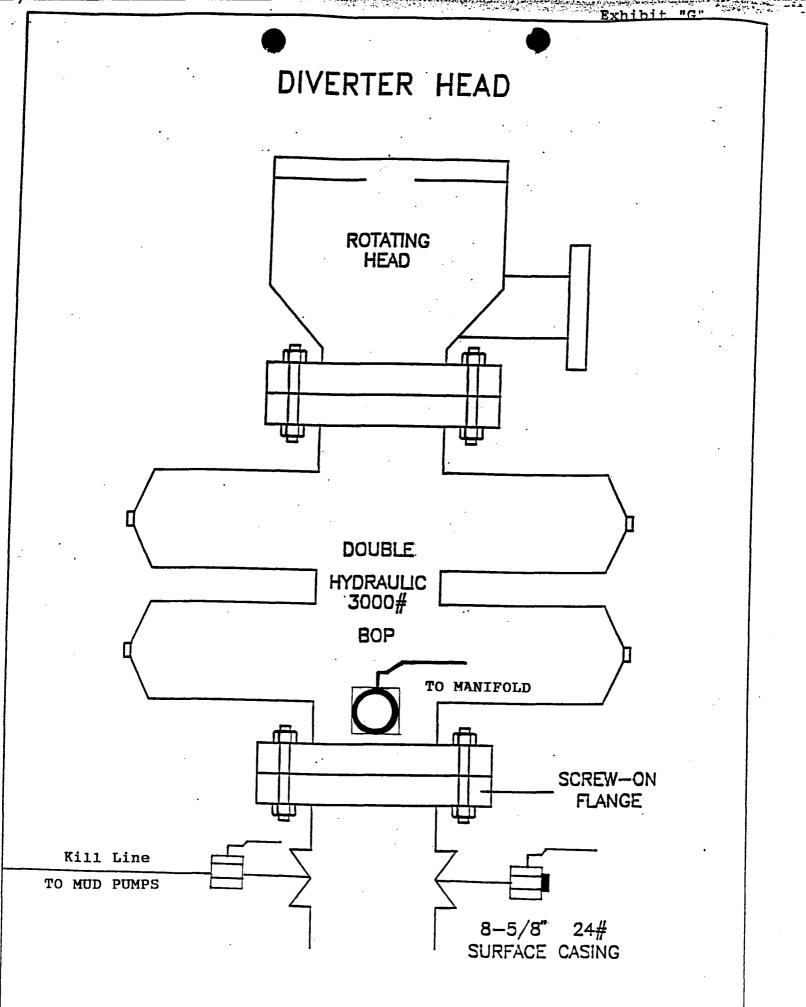
APPROXIMATE LAYOUT OF RIG & EQUIPMENT (NOT TO SCALE)





TYPICAL ROAD CROSS-SECTION

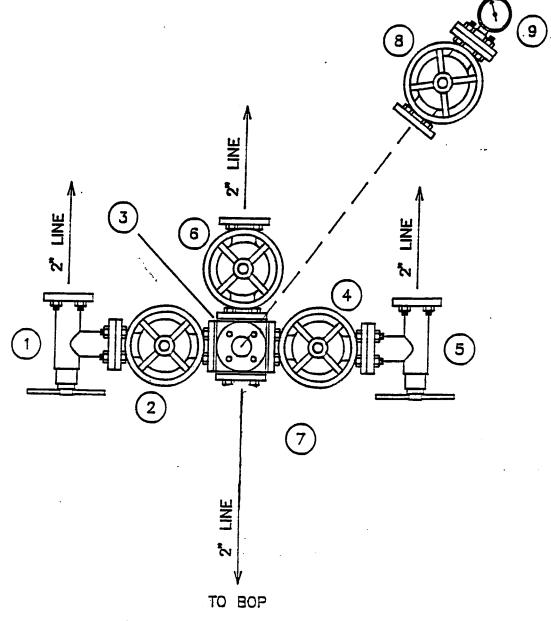
NOT TO SCALE



RIVER GAS CORP.

2" 5M FLANGED CHOKE
2" 5M GATE VALVE (FLANGED)
2" 5M STUDDED CROSS
2" 5M GATE VALVE (FLANGED)
2" 5M FLANGED CHOKE
2" 5M GATE VALVE (FLANGED)
2" LINE
2" 5M GATE VALVE (FLANGED)
3000# GAUGE

NOTE: NUMBER 8 GATE VALVE SITS ON TOP OF MANIFOLD BETWEEN STUDDED CROSS AND 3000# GAUGE.



AND A NEW 2" BALL VALVE FULL OPEN 5000PSI

MANIFOLD

STATE OF UTAH

טועופ	ION OF OIL, GAS AND MINIT	NG			
DIVIS	ION OF OIL, GAS AND MINN	10	5. Lease Designation a	and Serial Number:	
		UTU-65297			
SUNDRY NOTIC	ES AND REPORTS ON	WELLS	6. If Indian, Allottee or	Tribe Name:	
00,12,11 110110			N/A	_	
Do not use this form for proposals to drill ne	w wells, deepen existing wells, or to reenter plugg	ged and abandoned wells.	7. Unit Agreement Nar	ne:	
	ERMIT TO DRILL OR DEEPEN form for such pro		N/A		
1. Type of Well: OIL GAS 🖾 OTH	ER:		8. Well Name and Nu	mber:	
,			Utah 34-25	9	
2. Name of Operator:			9. API Well Number:		
	Corporation				
Address and Telephone Number:			10. Field or Pool, or W	fildcat:	
	100 East, Price, UT 84501 (435	6)637-8876	Undesigna	ted	
4. Location of Well	PPI				
Footages: 1662' FSL,2046'	FEL	County: Carbon			
QQ, Sec., T., R., M.: NW/4, SE/4, SE	C.34, T15S, R9E, SLB&M	State: UTAH			
CHECK APPROPRIAT	E BOXES TO INDICATE NA	TURE OF NOTICE, R	EPORT, OR O	THER DATA	
NOTICE OF	NTENT	SUBSEQUENT REPORT			
(Submit in Du	plicate)	(Submit Original Form Only)			
☐ Abandon	□ New Construction	☐ Abandon *		New Construction	
☐ Repair Casing	□ Pull or Alter Casing	☐ Repair Casing		Pull or Alter Casing	
☐ Change of Plans	□ Recomplete	☐ Change of Plans		Reperforate	
☐ Convert to Injection	☐ Reperforate	□ Convert to Injection		Vent or Flare	
☐ Fracture Treat or Acidize	□ Vent or Flare	☐ Fracture Treat or Aci		Water Shut-Off	
☐ Multiple Completion	☐ Water Shut-Off	☑ OtherName C	hange		
□ Other					
	Date of work completion				
Approximate date work will start	Report results of Multiple Completions and Recompletions to different reservoirs on WELL COMPLETION OR RECOMPLETION REPORT AND LOG form.				
	COMPLETION OR RECOMPLET	ION REPORT AND LOG	o torm.		

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS (Clearly state all pertinent details, and give pertinent dates. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)

Notice of Well Name Change from the USA 34-259 to the Utah 34-259 and lease change from Federal to State due to the recent Land Exchange.

URIOINAL

CONFIDENTIAL

13.			
() Milson)			
Name & Signature:	Title:	Administrative Asst.	Date: 1/18/99

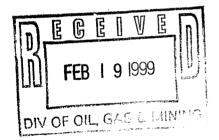
(This space for state use only)

River: Gas: Corporation:

1305 South 100 East Price, Utah 84501-9637 (435) 637-8876 (435) 637-8924

RGC

To: Lis	ha Cordova:	····	From:	Don	Hamilton
Fax:]_	801 - 359 - 3940		Pages:	2	
Phone:			Date:	2- 19-9	9
Re: New	lease designat	ion s	CC:		
Urgent	For Your Review	FYI		Please Reply	Please Recycle



From the Desk of.......

Don S. Hamilton
Permit Specialist

FEDERAL LEASES INVOLVED IN THE TRANSFER FROM FED. TO STATE

UTU#16172 - NEW ML#48174 RGC L#UT001-025 UTU#49931 - NEW ML#48178 RGC L#UT001-026FO UTU#50646 - NEW ML#48179 RGC L#UT001-030FO

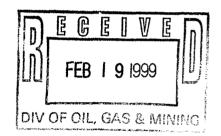
UTU#60925 - NEW ML#48185 RGC L#UT001-062AFO - 40.00 ACRES TRANSFERRED UTC#60925 - NO NEW ML# - RGC L#UT001-062FO - 40.00 ACRES REMAIN

UTU#10941 - NEW ML#48180 RGC L#UT001-033FO

UTU#61154 - NEW ML#48186 - RGC L#UT001-071AFO - 640.00 ACRES TRANSFERRED UTU#61154 - NO NEW ML# - RGC L#UT001-071FO - 4189.08 ACRES REMAIN

UTU#61155 - NEW ML#48187 | RGC L#UT001-070AFO - 632.58 ACRES TRANSFERRED UTU#61155 - NO NEW ML# - RGC L#UT001-070FO - 1739.64 ACRES REMAIN

UTU#61156 - NEW ML#48188 - RGC L#UT001-073F0 UTU#62623 - NEW ML#48189 - RGC L#UT01-0108F0 UTU#65297 - NEW ML#48197 - RGC L#UT01-0125F0 UTU#65301 - NEW ML#48198 - RGC L#UT01-0128FO UTU#65946 - NEW ML#48200 - RGC L#UT01-0133FO UTU#68543 - NEW ML#48203 - RGC L#UT001-0022 UTU#69450 - NEW ML#48204 - RGC L#UT001-0028 UTU#69451 - NEW ML#48205 | RGC L#UT001-070 UTU#89452 - NEW ML#48206 - RGC L#UT001-0029 UTU#89453 - NEW ML#48207 - RGC L#UT001-0030 UTU#89454 - NEW ML#48208 - RGC L#UT001-071 UTU#72005 - NEW ML#48236 - RGC L#UT001-0230 UTU#72351 - NEW ML#48213 - RGC L#UT001-036 UTU#72378 - NEW ML#48215 -RGC L#UT001-041 UTU#72620 - NEW ML#48217 - RGC L#UT001-077 UTU#72625 - NEW ML#48220 - RGC L#UT001-079 UTU#73003 - NEW ML#48222 -RGC L#UT0D1-093 UTU#73657 - NEW ML#48225 -RGC L#UT001-0201 UTU#73876 - NEW ML#48227 - RGC L#UT001-0152 UTU#75017 - NEW ML#48231 - RGC L#UT01-0124AFO UTU#76333 - NEW ML#48233 - RGC L#UT001-0032A UTU#77350 - NEW ML#48234 - RGC L#UT01-0125AFO UTU#77352 - NEW ML#48235 - RGC L#UT001-093A



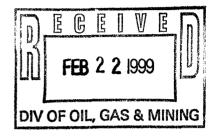
RG

RIVER GAS CORPORATION

February 19, 1999

511 Energy Center Boulevard Northport, Alabama 35473 Phone (205) 759-3282 Fax (205) 758-5309

Mr. John R. Baza Associate Director Division of Oil, Gas & Mining 1594 West North Temple, Suite 1210 Salt Lake City, UT 84114-5801



RE: Utah 34-259 - SE1/4, Section 34, T15S, R9E, SLM

Carbon County, Utah

Dear Mr. Baza:

Please accept this letter as River Gas Corporation's ("RGC's") request that this well be approved as an exception location in accordance with Utah Administrative Code § R649-3-3 due to geologic reasons. Our geologist selected the site as part of a grouping of wells in that area. This well does not conform with the Cause No. 243-1 160 acre spacing order that affects the subject NW1/4SE/4

RGC and Texaco Exploration and Production Inc. own all of the interests to the lease in the 460 foot radius of the well as the attached affidavit describes. Furthermore, we have all of the SE1/4 under lease.

The subject SE1/4 is in the process of being brought into the Drunkards Wash Unit. By letter from RGC to the BLM dated December 8, 1998, RGC sought preliminary approval for the 5th expansion of the Unit. By letter from the BLM to RGC dated December 21, 1998, such expansion was preliminary approved, to be effective January 1, 1999. RGC hopes to have final approval of that expansion around April 1, 1999. As a part of the process of expanding the Unit to include the subject tract, all parties owning an interest in the NE1/4 have been asked to commit their interest to the Unit. RGC expects the tract to become "fully committed" to the Unit.

Sincerely yours,

Joseph L. Stephenson Vice President - Land

Enclosure

cc: Don Hamilton Tammie Butts STATE OF ALABAMA) (Utah 34-259) :ss.
COUNTY OF TUSCALOOSA)

AFFIDAVIT REGARDING EXCEPTION LOCATION REQUEST

JOSEPH L. STEPHENSON, being first duly sworn upon his oath, deposes and states:

- 1. I am Vice President Land of River Gas Corporation ("RGC"), an Alabama corporation duly authorized to transact business in the State of Utah, and am authorized to execute this Affidavit on behalf of said corporation.
- 2. As Vice President Land, I am responsible for supervision of lease records, reviewing title records and legal opinions affecting lands where RGC proposes to conduct operations, and maintain records of ownership in the vicinity of proposed operations.
- RGC proposes to drill a well named the Utah 34-259 on land owned by the State of Utah in the NW1/4 of SE1/4 of Section 34, T15S, R9E, SLM, Carbon County, Utah. This proposed well is outside the Drunkards Wash Unit in an area which is subject to Utah's Board of Oil, Gas and Mining 160 acre spacing order identified as Cause No. 243-1. The Utah 34-259 well is closer than 660' from the exterior boundary of the proposed spacing order unit. It is therefore subject to Utah Administrative Code § R649-3-3 and must be approved by the Division of Oil, Gas and Mining as an exception to the locating and siting requirements of Cause No. 243-The survey plat prepared by Castle Valley Services dated 6/9/98 shows that this proposed well will be 586.49 feet from the west line of the NWSE (which is approximately 2046 feet from the east line of the section) and 1662.37 feet from the south line of said section.
- 4. Attached hereto as EXHIBIT "A" is a map showing the location of the proposed well. The map also shows a 460 foot radius around the proposed well.
- 5. Based on title opinions covering the SE1/4 of said Section 34, prepared by the Salt Lake City, Utah law firm of Pruitt, Gushee & Bachtell and which constitute official records of RGC, and information obtained subsequent to the preparation of those title opinions, the identification of the owners within a 460 foot radius of the proposed well is shown on the attached EXHIBIT "B".
- 6. The matters stated herein are true of my own knowledge, except to any matters stated herein upon information and belief,

and, as to those matters, I believe them to be true.

DATED this 19th day of February, 1999.

sgion Expires: March 9, 2002

SEPH L. STEPHENSON

Subscribed, sworn and acknowledged to and by Joseph L. Stephenson before me this 19th day of February, 1999.

NOTARY PUBLIC Residing at:

6231 Hibiscus Lane

Northport, AL 35473

Pri Si Ca Ov Ex	CHIBIT "A" - RIVER GAS CORPORATION coposed Utah 34-259 C1/4, Section 34, T15S, R9E, SLM arbon County, Utah wners Within 460 Foot Radius of Welkhibit Prepared by: Oseph L. Stephenson struary 19, 1999	1 23
28	27	26
 33	ML- 48174 34 ML- 48234 ML- 48234 ML- 48174	35

EXHIBIT "B"

River Gas Corporation
Proposed Utah 34-259 Well
NWSE, Section 34, T15S, R9E, SLM
Carbon County, Utah
Owners Within 460 Foot Radius

Oil & Gas Owner:

State of Utah, interest managed by the School and Institutional Trust Lands Administration 48284,

Oil & Gas Lessee:

formerly UTU-77350)River Gas Corporation & Texaco

Overriding Royalty Owner:

Exploration and Production Inc.
Texaco Exploration and Production

Inc.

Lease Date:

May 1, 1989 April 14, 1993

Recording Date: Recording Information:

Book 326 at page 821

Exhibit prepared by:

Joseph L. Stephenson



March 10, 1999

State of Utah Division of Oil, Gas & Mining 1594 West North Temple, Suite 1210 Salt Lake City, Utah 84114-5801

Attention: Mr. John Baza

RE:

Utah 34-259

SE/4-Sec. 34, T-15-S, R-9-E, SLM

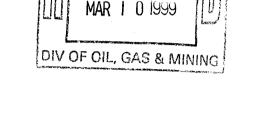
Utah 26-267

NW/4-Sec. 26, T-15-S, R-9-E, SLM

Utah 3-283

NE/4-Sec. 3, T-16-S, R-9-E, SLM

Dear John,



Please be advised that Texaco Exploration and Production Inc., as co-lessee of the leases affected by the captioned wells and working interest owner in said wells, hereby confirms that River Gas Corporation is the operator of said wells and that Texaco is aware of and hereby concurs with River Gas Corporation's request for an exception to the spacing order affecting these wells.

Thank you for your attention to this matter. Should you have any questions or need anything further, please advise.

Yours very truly, Offman Savaz

Chuck Snure

CAS:bw

Cc:

Mr. Joey Stephenson - River Gas Corporation



FAX COVER SHEET

Wednesday, March 10, 1999 04:11:42 AM

To: Lisha Cordova

At: DOGM

Fax #: 1-801-359-3940

Fax: 1 page and a cover page.

♠ ¬Note:

TO: Lisha Cordova - DOGM FROM: Chuck Snure - Texaco

				4
	WORK	KSHEET		
APPLICATION	FOR	PERMIT	TO	DRILI

API NO. ASSIGNED: 43-007-30456 APD RECEIVED: 06/19/1998 USA 34-259 WELL NAME: OPERATOR: RIVER GAS CORPORATION (N1605) Don Hamilton (435)/037-8876 CONTACT: INSPECT LOCATN BY: PROPOSED LOCATION: NWSE 34 - T15S - R09E TECH REVIEW Initials Date SURFACE: 1662-FSL-2046-FEL BOTTOM: 1662-FSL-2046-FEL Engineering RTK CARBON COUNTY UNDESIGNATED FIELD (002) Geology UTU-65297 ML-48234 LEASE TYPE: Surface LEASE NUMBER: SURFACE OWNER: Foderal State (per Oper 21997) PROPOSED FORMATION: FRSD LOCATION AND SITING: RECEIVED AND/OR REVIEWED: R649-2-3. Unit Bond: Federal[] State[Fee[] R649-3-2. General (No. <u>-5304/004</u> 579333) N Potash (Y/N) Oil Shale (Y/N) *190-5(B) R649-3-3. Exception Drilling Unit Board Cause No: 243-1 (loo') Date: <u>10-13-98</u> (Date: N/A Fee Surf Agreement (Y/N) *Hed add'I into. "Except foc" (Ricd 3-10-99) LAND SWAP, See also 1999 Dev. Program / Land Exchange, Sep. f. STIPULATIONS: (1) STATEMENT OF BASIS 2 SITLA ATTACHMENTS



OPERATOR: RIVER GAS CORPORATION (N1605)

FIELD: UNDESIGNATED (002)

SEC. 34, TWP 15S, RNG 9E

COUNTY: CARBON UAC: R649-3-3 EXCEPTION SPACING

					Т
				-	⊙ USA 25-
	⊕ CAPRICORN 1-27			© USA 26-255	
.28		27	-26	3	
			⊙		
	♦ NORTH SPRINGS #1 XXXXX		USA 26-256	⊙ USA 26-257	USA 2
	X	sohio federal 1-34 FRSD MARSING WASH FIELD	⊕ USA 35-281	⊕ USA 35-260	
33	3427\	© USA 34-259	9: ⊙ USA 35-262	⊕ USA 35-263	
T15S R9E			3-15		
T16S R9E			DRUNK WASH		
4		3		2	⊕ USA 1-3
			J	⊕ UTAH D-7	USA 1
				wilt.	
	• /				30

ON-SITE PREDRILL EVALUATION

Division of Oil, Gas and Mining

OPERATOR: River Gas Corporation
WELL NAME & NUMBER: Utah 34-259
API NUMBER: 43-007-30456
LEASE: State FIELD/UNIT: UNDESIGNATED
LOCATION: 1/4,1/4 <u>NWSE</u> Sec: <u>34</u> TWP: <u>15S</u> RNG: <u>9E 1662</u> F <u>S</u> L <u>2046</u> F <u>E</u> L
LEGAL WELL SITING: 660' SEC. LINE; F 1/4,1/4 LINE; 1320 ANOTHER WELL.
GPS COORD (UTM): $x = 508,797$; $y = 4,369,201$
SURFACE OWNER: State
PARTICIPANTS C. Kierst(DOGM), D. Hamilton (RGC), G. Vasquez(RGC), L. Jensen (Nelco), C. Colt (DWR), J. Cooper (SITLA), E. Bonner (SITLA)
Western margin of Colorado Plateau/~7.5 miles east of foot of Wasatch Plateau. Location is in Quaternary Slope Wash covering the westward-dipping upper reaches of the lower portion of the Blue Gate Mbr. of the Mancos Shale (below Garley Canyon Beds). The pad is on open ground, which slopes gently southeast, ~3/4 mile south of Highway and surrounded by Quaternary Pediment Mantle-capped erosional remnants.
SURFACE USE PLAN CURRENT SURFACE USE: Grazing and wildlife habitat.
PROPOSED SURFACE DISTURBANCE: 215' X 175' pad with 50' X 50' X 10' attached pit (on opposite side of through/access road) and ~3,300' approach road.
LOCATION OF EXISTING WELLS WITHIN A 1 MILE RADIUS: Sohio Fed 1-34 (GSI), NP #1 (PA), 1 permitted River Gas CBM location, 6 River Gas CBM wells in DRL status and Utah 2-139 (PGW).
LOCATION OF PRODUCTION FACILITIES AND PIPELINES: ~1.25 miles east of pad (Questar pipeline runs north-south).
SOURCE OF CONSTRUCTION MATERIAL: gravel location and approach road; soil stored in berm.
ANCILLARY FACILITIES: none

WASTE MANAGEMENT PLAN:

Portable toilets; garbage cans on location will be emptied into centralized dumpsters which will be emptied into an approved landfill.

ENVIRONMENTAL PARAMETERS

<u>Chris Kierst</u> DOGM REPRESENTATIVE

AFFECTED FLOODPLAINS AND/OR WETLANDS: None	
	_
FLORA/FAUNA: sagebrush, grasses / birds, lizards, coyotes, rodents, raptors, elk, deer, reptiles.	_
SOIL TYPE AND CHARACTERISTICS: Moderately-permeable, gravely, silty	
soil on slope wash.	_
SURFACE FORMATION & CHARACTERISTICS: Quaternary slope wash over Blue Gate Shale Member (closely below Garley Canyon Beds) of Mancos Shale	
EROSION/SEDIMENTATION/STABILITY: Stable	
PALEONTOLOGICAL POTENTIAL: None observed.	
RESERVE PIT	
CHARACTERISTICS: Dugout, earthen pit, as above.	
LINER REQUIREMENTS (Site Ranking Form attached):Synthetic liner	
SURFACE RESTORATION/RECLAMATION PLAN As per State surface agreement.	
SURFACE AGREEMENT: Agreement filed with State.	
	_
CULTURAL RESOURCES/ARCHAEOLOGY: cleared and filed with state.	
OTHER OBSERVATIONS/COMMENTS	
	_
ATTACHMENTS: 4 photographs taken	

2/23/99 /10:51 DATE/TIME

Evaruation Ranking Criteria and Ranking Score For Reserve and Onsite Pit Liner Requirements

Site-Specific Factors	Ranking	Site Ranking
Distance to Groundwater (feet)		
>200 100 to 200	0 5	
75 to 100 25 to 75	10 15	
<25 or recharge area	20	0
Distance to Surf. Water (feet) >1000	0	
300 to 1000 200 to 300	2 10	
100 to 200 < 100	15 20	0
Distance to Nearest Municipal		
Well (feet) >5280	0	
1320 to 5280 500 to 1320	5 10	
<500	20	0
Distance to Other Wells (feet) >1320	0	
300 to 1320 <300	10 20	0
Native Soil Type	0	
Low permeability Mod. permeability	10 20	10
High permeability	20	10
Fluid Type Air/mist	0	
Fresh Water TDS >5000 and <10000	5 10	
TDS >10000 or Oil Base Mud Fluid containing significant levels of	15	
hazardous constituents	20	0
Drill Cuttings Normal Rock	0	
Salt or detrimental	10	0
Annual Precipitation (inches)		
<10 10 to 20	0 5	
>20	10	5
Affected Populations <10	0	
10 to 30 30 to 50	6 8	
>50	10	0
Presence of Nearby Utility Conduits	0	
Not Present Unknown	0 10	0
Present	15	0

Final Score 15 (Level II Sensitivity)

APPLICATION FOR PERMIT TO DRILL STATEMENT OF BASIS

Operator Name: River Gas Corporation

Name & Number: Utah 34-259

API Number: 43-007-30456

Location: 1/4,1/4 NWSE Sec. 34 T. 15S R. 9E

Geology/Ground Water:

There are no aquifers with high quality ground water expected to be encountered. The proposed casing and cement program will adequately isolate any zones of water penetrated.

Reviewer: Chris Kierst Date: 2/26/99

Surface:

The silty, gravely and moderately-permeable soil is developed on slope wash covering the Blue Gate Shale. The nearest moving surface waters are in the North Branch of the Cleveland Canal (~3 miles east). Precipitation will be deflected around the location with berms and culverts. Pit integrity will be maintained with a synthetic liner. There are no nearby culinary or irrigation water supply wells. The site was photographed and characterized on 2/23/99. Provision was made to ensure site rehabilitation, litter and waste control, preservation of drainage patterns and the integrity of local infrastructure, groundwater and other resources. The well utilities and gas gathering system will follow the approach roadway.

Reviewer: Christopher J. Kierst Date: 2/26/99

Conditions of Approval/Application for Permit to Drill:

- 1) Culverts sufficient to manage expected runoff, standing and surface water in crossed drainages.
- 2) Berm location and pit.
- 3) Site infrastructure as per drilling location plat.
- 4) Minimum 12 mil synthetically-lined pit.
- 5) Soil storage as per drilling location plat.

Well name:

RGC USA 34-259

Operator:

River Gas Corp.

String type:

Design is based on evacuated pipe.

Surface

Project ID:

43-007-30456

Location:

Collapse

Carbon County

Minimum design factors:

Collapse:

Environment: H2S considered? Surface temperature:

No 75 °F

Design factor 1.125

Bottom hole temperature: Temperature gradient:

79 °F 1.40 °F/100ft

Minimum section length:

Non-directional string.

294 ft

Burst:

Design factor

1.00

Cement top:

Surface

Burst

Run

Seq

Max anticipated surface

No backup mud specified.

Segment

Length

(ft)

Size

(in)

pressure:

-3,366 psi

Internal gradient: Calculated BHP

Design parameters:

Mud weight:

11.221 psi/ft

135 psi

Nominal

Weight

(lbs/ft)

8.330 ppg

Tension:

8 Round STC:

1.80 (J)

True Vert

Depth

(ft)

8 Round LTC: 1.80 (J) 1.60 (J) Buttress:

Premium: Body yield: 1.50 (J) 1.50 (B)

Tension is based on buoyed weight. 273 ft

End

Finish

Neutral point:

Grade

Re subsequent strings:

Next setting depth: Next mud weight:

7,500 ft 9.000 ppg 3,506 psi

Next setting BHP: Fracture mud wt:

19.250 ppg 7,500 ft 7,500 psi

Fracture depth: Injection pressure

Measured Drift Internal Depth Diameter Capacity (ft) (in) (ft³)

1	312	8.625	24.00	J-55	ST&C	312	312	7.972	15
Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (Kips)	Tension Strength (Kips)	Tension Design Factor
1	135	1370	10.15	135	2950	21.85	7	244	37.24 J

RJK Prepared

State of Utah

Date: March 1,1999 Salt Lake City, Utah

ENGINEERING STIPULATIONS: Conductor and surface casing shall be cemented to surface. Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension. Collapse is based on a vertical depth of 312 ft, a mud weight of 8.33 ppg. The casing is considered to be evacuated for collapse purposes. Burst strength is not adjusted for tension.

Well name:

RGC USA 34-259

Operator:

River Gas Corp.

String type:

Production

Project ID:

43-007-30456

Location:

Carbon County

Design parameters:

Collapse

Mud weight:

8.330 ppg Design is based on evacuated pipe.

Minimum design factors:

Collapse:

Design factor

1.125

Environment:

H2S considered?

75 °F Surface temperature: 119 °F Bottom hole temperature:

Temperature gradient:

1.40 °F/100ft

Minimum section length:

Non-directional string.

368 ft

No

Burst:

Design factor

1.00

Cement top:

611 ft

Burst

Max anticipated surface

No backup mud specified.

pressure:

izg 0

Internal gradient: Calculated BHP

0.433 psi/ft

1,350 psi

Buttress:

Premium:

Body yield:

8 Round LTC:

Tension: 8 Round STC:

1.80 (J) 1.80 (J)

1.60 (J)

1.50 (J) 1.50 (B)

Tension is based on buoyed weight.

Neutral point:

2,726 ft

Run	Segment		Nominal		End	True Vert	Measured	Drift	Internal
Seq	Length (ft)	Size (in)	Weight (Ibs/ft)	Grade	Finish	Depth (ft)	Depth (ft)	Diameter (in)	Capacity (ft³)
1	3120	5.5	17.00	N-80	LT&C	3120	3120	4.767	107.5
Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (Kips)	Tension Strength (Kips)	Tension Design Factor
1	1350	6290	4.66	1350		5.73	46	348	7.51 J

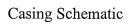
RJK Prepared

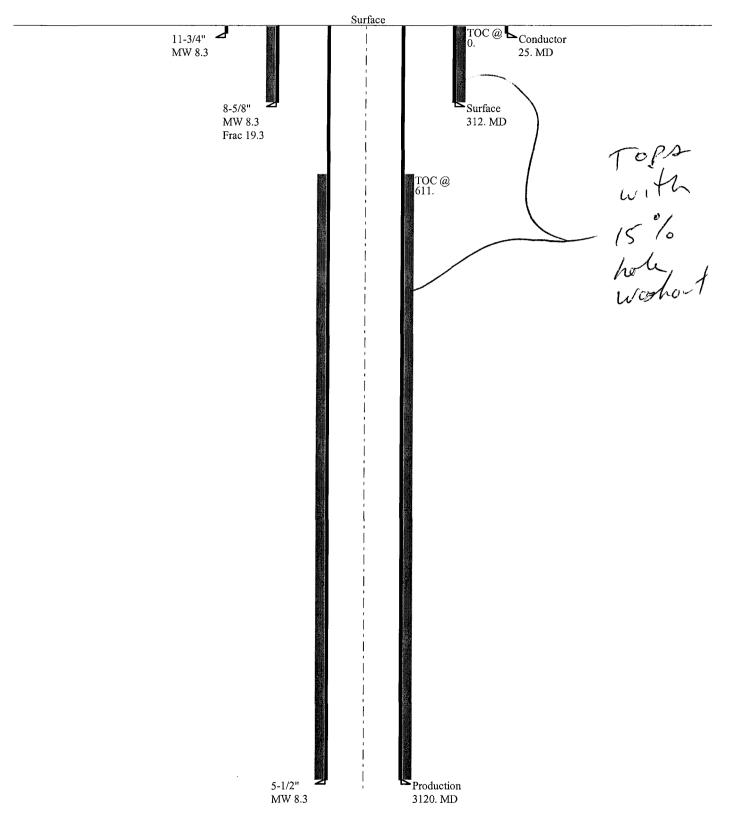
State of Utah by:

Date: March 1,1999 Salt Lake City, Utah

ENGINEERING STIPULATIONS: Conductor and surface casing shall be cemented to surface. Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension. Collapse is based on a vertical depth of 3120 ft, a mud weight of 8.33 ppg The casing is considered to be evacuated for collapse purposes. Burst strength is not adjusted for tension.

RGC USA 34-259





SCHOOL AND INSTITUTIONAL TRUST LANDS ADMINISTRATION

OIL AND GAS CONDITIONS OF APPROVAL

PRICE COALBED METHANE PROJECT

FINAL ENVIRONMENTAL IMPACT STATEMENT

Well:

34-259

Mineral Lease No:

ML 48234

API No.:

43-007-30456

Location:

NWSE Sec 34-TISS, RGE

County:

CARBON

The Bureau of Land Management has prepared an Environmental Impact Statement for the River Gas portion of the Price Coalbed Methane area and a Record of Decision has been issued with respect to certain actions considered in the Environmental Impact Statement.

Pursuant to the Utah Schools and Land Exchange Act of 1998, Pub. L. 105-335, 112 Stat. 3139, which ratified the May 8, 1998, "Agreement to Exchange Utah School Trust Lands Between the State of Utah and the United States of America" entered into between the State of Utah and the United States of America, the School and Institutional Trust Lands Administration ("SITLA") has agreed to adopt all conditions, mitigation measures and restrictions imposed on lessees by the Record of Decision in the administration of Federal Mineral Leases acquired in Townships 14, 15, 16 South and Ranger 8 and 9 East, SLBM.

Accordingly, SITLA's approval of the Application for Permit to Drill shall be conditioned upon the following:

Location of Facilities and Timing of Construction

Final well locations and transportation corridor alignments shall be selected and designed to avoid or minimize disturbances to sensitive areas, including areas of high wildlife value or critical habitat, grazing, and/or recreational value, including wetlands and riparian areas; and areas with high erosion potential, highly saline soils, rugged topography, and/or poor reclamation potential (i.e., steep slopes, eroded lands, floodplains, unstable soils), where possible.

Oapr

New roads shall be constructed so as to avoid areas with high erosion potential. Where roads must be allowed, new roads shall be graded tp spread drainage instead of channeling runoff. No road on excess of 15 percent shall be allowed on slopes greater than 15 percent. No vehicle access shall be allowed across slopes on excess of 25 percent.

Construction shall not occur on frozen or saturated soils, or when watershed damage is likely, unless an adequate plan is submitted to SITLA that demonstrates potential impacts will be mitigated. SITLA may limit cross- country travel or construction activity at times when soils are dry or frozen or have snow cover. SITLA will determine what is "wet," "muddy," or "frozen' based on weather and field conditions at the time. The limitation does not apply to maintenance and operation of producing wells.

Occupancy or other surface disturbance shall not be allowed within 330 feet of the centerline or within the 100-year recurrence interval floodplain of perennial steams, except where authorized in writing by the SITLA (e.g., road crossings).

Occupancy or other surface disturbance shall not be allowed within 660 feet of springs, whether flowing or not. No vibroseis, drilling or blasting associated with seismic exploration shall be allowed withing 0.25 mile of any spring or water well.

During project construction, surface disturbance and vehicle travel shall be limited to the approved location and access routes. Any additional area needed must be approved by SITLA prior to use.

Vegetation removal necessitated by a construction project shall be confined to the limits of actual construction. Removed vegetation will be stockpiled for use in reclamation or removed form the construction site at the direction of SITLA.

Reclamation

The reclamation plan shall be a part of the surface use plan of operations. The following are generally components of the reclamation plan.

All pits must be reclaimed to a natural condition similar to the rest of the reclaimed area, and must be restored to a safe and stable condition.

Reclamation shall start immediately upon completion of construction, unless prevented by weather conditions. Disturbed areas shall be restored to approximately the original contour.

Disturbed areas shall be revegetated after the site has been satisfactorily prepared. Site preparation may include ripping, contour furrowing, terracing, reduction of steep cut and fill slopes, waterbarring, or other procedures.

Revegetation seed mixes have been established for the Project Area, and are provided in Appendix 2F. They are based on erosion control, forage production, elevation, soils, vegetation community composition, and precipitation requirements. Different seed mixes have been developed for temporary seedlings, and for final reclamation of sited in salt desert, sagebrush/grass, pinyon-juniper, mountain brush, and riparian habitats. Reclamation in riparian habitat shall also involve sedge and rush root plugs, willow cuttings, and cottonwood bare root stock plantings. All seed mixes shall be free of noxious weeds.

Seedling shall be done by drilling on the contour whenever practical, or by other approved method. Where broadcast seeding is used, seeding shall take place after the soil surface is recontoured and scarified. A harrow or similar implement shall be dragged over the area to assure seed cover.

On all cut slopes, the seeding must extend from the bottom of the ditch to the top of the cut slope. On embankment slopes, the seeding must extend from the roadway shoulder to the toe of the slope. Seeding shall also be done on all borrow pit areas and on all sidecast slopes in areas of full bench construction.

Seeding and/or planting shall be repeated until satisfactory revegetation is accomplished, as determined by SITLA. Mulching, fertilizing, fencing or other practices may be required.

Seeding shall be done from October 1 to November 15, and from February 1 to March 31 (requires SITLA prior approval).

Sufficient topsoil to facilitate revegetation shall be segregated from subsoils during all construction operations and shall be returned to the surface upon completion of operations, where feasible. Topsoil stockpiles shall be revegetated or otherwise protected to prevent erosion and maintain some soil microflora and microfauna. Stockpiled topsoil shall be spread evenly over the recontoured area. All disturbed areas and vehicle tracks form overland access shall be ripped 4 to 12 inches deep within the contour.

Bonds are required for oil and gas operations on federal leases for protection pf the environment, including surface reclamation. Revegatation must be successfully established for release for the bond.

Reclamation and abandonment of pipelines and flowlines may require replacing fill on the original cuts, reducing and grading cut and fill slopes to conform to the adjacent terrain, replacement of surface soil material, waterbarring, and revegetating in accordance in accordance with a reclamation plan.

Wellsite reclamation shall include recounturing to re-establish natural contours where desirable and practical.

After well plugging and abandonment, roads constructed by the operator not required for SITLA transportation system use shall be closed and obliterated. Reclamation may include ripping, scarifying, waterbarring, and barricading Stockpiled soil, debris and fill materials shall be replaced on the road bed to conform to the approved reclamation plan.

Water bars shall be constructed on road grades or slopes, if require by SITLA. Spacing of waterbreaks is dependent on slope and soil type. For most soil types, the following spacing shall be used:

Slope	Spacing
2%	200 feet
2-4%	100 feet
4-5%	75 feet
>5%	50 feet

Revegetation on big game critical winter range shall include hand-planting of seedling browse plants and use of seedling protectors to provide protection against browsing in the first two years after planting.

Temporary erosion control measures such as mulch, jute netting, or other appropriate methods shall be used on unstable soils, steep slopes, and wetland areas to prevent erosion and sedimentation until vegetation becomes established.

General Requirements

Precautions must be taken at all times to prevent wildfire. Operators shall be held responsible for suppression costs for any fires on public lands caused by operator's negligence. No burning of debris shall be allowed without specific authorization from SITLA.

Any campfires must be kept to a minimum size and utilize only downed dead wood.

Road construction must meet class II standards (Appendix 2C).

With SITLA approval, existing roads or trails may be improved (bladed) if impassable by vehicles or equipment. No widening or realignment shall be allowed unless approved by SITLA. Maintenance of roads outside lease or unit boundaries will require a SITLA right-of-way.

New trails may be constructed only when vehicle and equipment passage is impossible, and only with the concurrence of the SITLA. Any pushed trees are to be readily retrievable without additional disturbance, if needed for reclamation.

Reserve pits for oil and gas drilling operations may be required to be lined with

commercial-grade bentonite or plastic liners sufficient to prevent seepage. At least half of the capacity shall be in a cut.

Prior to the use of insecticides, herbicides, fungicides, rodenticides, and other similar substances, and operator must obtain from SITLA approval of a written plan. The plan must describe the type and quantity of material to be used, the pest to be controlled, the method of application, the location for storage and disposal of containers, and other information that SITLA may require. A pesticide may be used only in accordance with it's registered uses and within other agency limitations. Pesticides must not be permanently stored on public lands.

Water Resources

Existing fords shall be used for drainage crossings where possible. Low-water crossings shall use a cut-and-fill process or upgrade existing crossings unless use of culverts is specifically authorized.

Bridges and culverts shall allow adequate fish passage where applicable. Take-down (or free-floating) panels or water gates shall be installed on all fences that cross intermittent or perennial steam channels.

For construction projects lasting more than 30 days, portable chemical toilets shall be provided at all staging areas, bases of operations, and storage areas.

Soaps, detergents, or other nondegradable foreign substances shall not be used for washing in streams or rivers. Biodegradable soap may be used.

No oil, lubricants, or toxic substances may be drained onto the ground surface. Pads shall be designed so that any oil, lubricants, etc., shall drain into a collection system.

Wetlands and Riparian Areas

Construction, development, and right-of-way in riparian areas shall be minimized. Where these areas must be disturbed, stipulations shall minimize impacts and require post-disturbance reclamation. Reclamation shall be closely monitored, and not considered complete until the desired vegetation is established.

Wildlife

Superseded by restrictions on construction phase activities as exerpted below from Price Coalbed Methane Project Final Environmental Impact Statement page 2-48 through 2-49. Construction phase activity shall be permitted from April 16 to November 30 in critical and high

value big game winter range. This limitation does not apply to maintenance and operation of producing wells. Construction phase activity is considered to include all work associated with initial drilling and construction of facilities through completion including installation of pumping equipment, connection with ancillary facilities and tie-in with pipelines necessary for product delivery.

Where disturbance exceeds 10 acres in elk, mule deer or moose critical winter range, an equivalent acreage of adjacent habitat shall be enhanced to accommodate increased use, and is to be completed commensurate with surface disturbing activity. All costs associated with project planning through completion shall be the obligation of the lease holder.

Exploration, drilling or other development activity shall only be allowed from June 16 to March 31 in sage grouse strutting/nesting areas. This limitation does not apply to maintenance and operation of producing wells.

Permanent surface disturbance and occupancy (i.e., oil and gas production facilities) is prohibited within 0.5 miles of raptor nests which have been documented as occupied within a 3year period, and temporary surface disturbance and occupancy (i.e., seismic lines, oil and gas exploration, road construction) is prohibited within one-half mile buffer zones during the critical nesting period. Site-specific evaluations in coordination with the USFWS may allow for modifications to this requirement. This requirement does not apply to maintenance and operation of existing producing wells and access roads constructed prior to occupancy of nest(s). The proponent shall be required to submit (at least 5 days in advance of proposed work) a sundry notice for all workover or maintenance operations requiring use of heavy equipment during the raptor breeding season (February 1 to July 15) and within the 0.5 mile buffer zone of any known raptor nest site. Upon receipt of this notification, SITLA, in consultation with USFWS and UDWR, shall conduct a field evaluation and issue a determination on the activity status of the affected nest site. If the nest site is found to be occupied (defined below), site specific protection measures shall be developed to protect the nesting raptors and prevent conditions or actions that may result or contribute to a "taking" as defined under the Bald Eagle Protection Act and Migratory Bird Treaty Act.

An occupied raptor nest is defined for the purpose of this stipulation as any nest site exhibiting physical evidence of current use by raptors. Evidence may include but is to not limited to: presence of raptors (adults, eggs young) at the nest or within the nesting territory, presence or greenery in the nest, and/or presence of current year's whitewash at the nest or in the immediate vicinity of the nest.

Raptor surveys shall be required to determine the status of known nests and verify presence of additional nests for all federal leases within the Project Area. Surveys shall be conducted by consultants qualified to conduct such surveys and approved by the authorized officer. All surveys shall be conducted by helicopter during May of each year, prior to the proposed drilling and prior to APD approval. The surveys shall be done in the same year as the

proposed drilling so that current nest activity status data are available. Costs for surveys and preparation of a report of the findings of the survey shall be the obligation of the lease holder.

In order to protect bald eagle winter roost sites, a 0.5 mile radius buffer zone of no surface occupancy shall be established around all winter night roost sites. This buffer zone applies to all above ground facilities such as wells, compressor stations, and roads, that require or encourage human visitation during the winter period. Exceptions to this stipulation shall be considered on a case by case basis through consultation with the USFWS. Upon request for an exception to this stipulation, SITLA shall coordinate with the USFWS and UDWR to jointly develop a site-specific buffer zone based on topography and visual sight distances around the night roost site.

Cultural Resources

All areas subject to surface disturbance, or Areas of Potential Effect (APE), which have not been previously inventoried for cultural resources to SITLA standards, must be inventoried prior to approval of an APD or other actions. The APE is defined as any area that may be subject to direct or indirect impacts to cultural resources by elements of the development project. The zone of the APE shall vary in size in accordance with the projected levels of sensitivity for cultural resources at the location of any development. In low sensitivity areas, the APE shall be defined as the area subject to direct impacts through surface disturbing activities. In areas of medium sensitivity, the APE shall be expanded to account for potential indirect impacts: intensive inventory shall occur on all well pads plus additional 10 acres surrounding each pad; a 150- foot corridor center on roads, flowlines, and other facilities shall be inventoried as the APE. In high sensitivity areas, the APE shall include the well pad and 10 acres surrounding the well location' and the APE for roads, flowlines, and other facilities shall be area of direct ground disturbance and a 300-foot zone on all sides of the facility.

Cultural resource inventories shall be conducted in consultation with SITLA by authorized cultural resource professionals. Prior to field work, a records check must be conducted to identify previous inventories ans recorded properties. During the course of inventories, previously unrecorded sites must be recorded on standard forms, photographed, and mapped. Cultural resources shall be evaluated, and a recommendation on eligibility to the National Register of Historic Places shall be made. SITLA shall make all Determinations of Eligibility. A report shall be prepared for each development or series of developments documenting the inventory methods, results, description of the sites within the APE, recommendations on National Register eligibility, and shall include proposed mitigating measures.

SITLA shall consult with the State Historic Preservation Officer (SHPO) and the President 's Advisory Council on Historic Preservation (ACHP) as mandated by the National Historic Preservation Act of 1966 (as amended), in accordance with guidelines set forth in a Programmatic Agreement among BLM, SHPO, ACHP, and RGC. This document has been

completed as a legally binding agreement and is referenced in the Record of Decision for the overall project. Site avoidance, detailed site recordation, and site protection shall be the preferred treatments, but mitigation of National register eligible properties through date recovery may take place where avoidance is not prudent or feasible, after consultation as specified in the Programmatic Agreement. SITLA shall submit a treatment plan to SHPO, ACHP and to other affected parties as may be appropriate for a 30-day consultation prior to implementation of data recovery efforts.

SITLA shall notify, consult, and/or coordinate with Indian tribes, traditional leaders, and other interested parties as required by various statues (NEPA, American Indian Religious Freedom Act [AIRFA], National Historic Preservation Act [NHPA], Federal Land Policy and Management Act [FLPMA], Archaeological Resources Protection Act [ARPA], and the Native American Graves Protection act [NAGPRA]). In particular, SITLA shall attempt to elicit information concerning the potential effects of any action resulting from the Proposed Action on tradition cultural properties, including areas of traditional use and areas of religious or cultural importance to tribes. Indian tribes shall be afforded a minimum of 30 days for review, comments and consultation prior to issuance of a decision; under certain circumstances additional time must be afforded. A 30- day notification period is required by ARPA prior to issuance of any Cultural Resource Use Permits of r the excavation and removal; of cultural resources from public lands administered by SITLA. NAGPRA requires notification and consultation with affected tribes regarding the potential to encounter human remains during the course of a project, and provides for cessation of work, and the notification and consultation with tribes should inadvertent discovery of human remains occur during the course of a project. SITLA shall assure adherence to these statues.

If a previously unknown property is encountered during construction or operation of the facilities, or is a previously planned undertaking shall affect a known historic property in an unanticipated manner, all work that might adversely affect the property shall cease until SITLA can evaluate the significance of the property and assess the effect of the undertaking. SITLA shall consult with SHPO on both a determination of eligibility and the assessment of effect on an expeditious manner. If the site is determined eligible and shall be affected by the undertaking, SITLA shall ensure that RGC prepares an avoidance or treatment plan for the property.

If humans remains are discovered at any point during the project, they shall be treated according to state and federal law, and according to the wishes of concerned Native American tribes, pursuant to the Native American Graves Protection and Repatriation Act. The county sheriff, coroner, land-managing official, and State Archaeologist shall be notified. The remains shall not be disturbed until the appropriate officials have examined them

Land Use

On split estate lands, where the surface is privately owned and the subsurface is owned by SITLA, SITLA will recommend the same environmental protection standards as shall be used for SITLA surface. The operator is responsible for making a good faith effort ro reach an agreement with the privates surface owner which considers the recommended SITLA protection measures and formalizes requirements for the protection of surface resources and/or damages.

Each application for permit to drill or application to conduct other surface disturbing activities shall contain the name, address and telephone number of the surface owner. The SITLA shall invite the surface owner to participate in any on-site inspection that is held. The operator is responsible for making access arrangements with the private surface owner prior to entry.

Incorporated cities are categorized by BLM as no Lease. Within the Project Area, BLM leases do not permit surface occupancy or other activity for Carbon County Airport, Carbon County Recreation Complex, and Carbon County sanitary landfill.

Livestock Management

Existing range and livestock management facilities, such as fences wells, reservoirs, watering pipelines, troughs and trailing systems, shall not be disturbed without prior approval of SITLA. Where disturbance is necessary, the facility shall be returned to its original condition.

Newly constructed range improvements such as fences and reservoirs must meet SITLA standards. When it is necessary to gain access across a fenceline for construction purposes, the fence must be braced. Four-inch timber or equivalent must be installed and the gateway kept closed when not in actual use.

All gates found closed during the course of the operation must be reclosed after each passage of equipment and personnel. Cattle guards shall be installed in fences on all collector roads. Either a cattle guard or a gate shall be required on local and resource to roads to control livestock movement or vehicular access.

If road construction cuts through natural topography that serves as a livestock barrier, a fence shell be constructed to replace it. The fence shall be installed with a cattle guard or gate to control livestock and vehicle movement or access.

Access to grazing areas shall be maintained at all times. Livestock operators shall have access to grazing and trailing areas where road closures are implemented during periods of authorized livestock use.

Visual Resources

Roads through timbered areas shall take a curvilinear path to reduce sight distances.

Upon completion of the project the area and access roads shall be reclaimed to as near the original condition as possible. All disturbed areas shall be recontoured to blend as nearly as possible with te natural topography. All berms shall be removed and all cuts (including roads) filled.

Construction areas and access roads shall be kept liter-free. The operator must provide a trash pit or trash cage, and trash must be collected and contained during the operation. All garbage, trash, flagging, lath, etc., shall be removed from the area and hauled to an authorized dump site.

Construction and facilities shall be in conformance with Visual Resource Management (VRM) objectives for the VRM classes in the Project Area. All surface facilities in the Project Area shall be located to minimize disturbance of the visual horizon and painted to blend in with the surrounding landscape.

Colors shall be specified by the SITLA.

MISC. ITEM	<u>S</u>			
MUD PIT:	Lined	Unlined	Determine at construction	
Comments:				_
<u></u>			· · · · · · · · · · · · · · · · · · ·	_
				_
<u></u>				_

APPENDIX 2F

SEED MIXTURES FOR THE PRICE COALBED METHANE PROJECT

Seed mixtures have been developed for general land types throughout the project area. They are based on erosion control, forage production, elevation, soils, vegetation communities and average annual precipitation zones. The mixtures show the plant species and the pounds per acre of pure live seed (PLS) to be planted.

The following seed mixture will be planted along service road borrow ditches, around the edge of drill pads with a production well, and surrounding other production and maintenance facilities. The purpose of this seeding is to provide a "green strip" buffer to minimize fire hazards and prevent invasion and establishment of noxious weeds in areas that will receive contained disturbance for the life of these project areas.

Green Strip A	rea				
NOTES:					

Common Plant Name	Scientific Name	Pounds per acre/PLS*
Forage kochia	Kochia prostra	2
Wyoming big sagebrush	Artemisia tridentata wyominggensis	1
	Var. Gordon Creek	
Douglas low rabbitbrush	Chiysothamnus viscidiflorus	1
Yellow sweetclover	Melilotus officinalis	1
Small burnet	Sanguisorba minor	1
Bottlebrush squirreltail	Elymus elymoides	1
Inertmediate wheatgrass	Thinopyrum intermedium	<u>1</u>
	Total	8

The following seed mixtures are for areas that will receive final reclamation. Areas would be planted to protect them form soil erosion and to restore forage production.

Salt Desert Areas

Lewis flax

Small burnet

Palmer penstemon

NOTES:		
Common Plant Name	Scientific Name	Pounds per acre/PLS*
Grasses		
Indian ricegrass	Oryzopsis hymenoides	2
Squirreltail	Elymus elymoides	2
Galleta	Hilaria jamesii	2
<u>Forbs</u>		
Lewis flax	Linum perenne lewisii	1
Palmer penstemon	Penstemon palmerii	1
Gooseberryleaf glodemallow	Sphaeralcea grossulariifolia	0.5
Shrubs		
Forage kochia	Kochia prostrata	2
Rubber rabbitbrush	Chrysothamnus nauseosus	1
Fourwing saltbush	Atriplex canescens	2
Winterfat	Krascheninnikovai (Eurotia) lanta	<u>2</u> 15.5
	Total	15.5
Sagebrush/ Grass Areas		
NOTES:		
		
	Scientific Name	Pounds per acre/PLS*
Grasses Indian rice areas		•
Indian ricegrass	Oryzopsis hymenoides	2
Squirreltail Thickspike wheatgrass	Elymus elymoides	2
	Elymus lanceolatus	1
Crested wheatgrass	Agropyron desertorum	2
<u>Forbs</u>		

Linum perenne lewisii Penstemon palmerii Sanguisorba minor

1

1

Shrubs		
Forage kochia	Kochia prostrata	2
Whitestem rabbitbrush	Chrysothamnus nauseosus albicaulis	
Fourwing saltbush	Atriplex canescens	2
Wyoming big sagebrush	Artmesia tridentata	1
	Total	16
Pinyon/Juniper Areas		
NOTES:		
Common Name Grasses	Scientific Name	Pounds per acre/PLS*
Thickspike wheatgrass	Elymus lanceolatus	1.5
Inertmediate wheatgrass	Thinopyrum intermedium	1.5
Squirreltail	Elymus elymoides	2
Crested wheatgrass	Agropyron desertorum	2
<u>Forbs</u>		
Lewis flax	Linum perenne lewisii	1
Palmer penstemon	Penstemon palmerii	1
Small burnet	Sanguisorba minor	1
Shrubs		
Forage kochia	Kochia prostrata	2
Fourwing saltbush	Atriplex canescens	2
Wyoming big sagebrush	Artmesia tridentata wyominggensis var. Gordon Creek	1
Antelope bitterbrush	Purshia tridentata	1
True Mt. mahogany	Cercocarpus montanus	<u>1</u>
	Total	17
Mountain Brush Areas		
NOTES:		
· · · · · · · · · · · · · · · · · · ·		

Crosses	Scientific Name	Pounds per acre/PLS*
Grasses Sheep fescue Smooth brome Slender wheatgrass Intermediate wheatgrass	Festuca ovina Bromus inermis Elymus trachycaulus Elytirgia intermedia	2 2 2 1.5
Russian wildrye	Psathyrostachys juncea	1
Forbs Lewis flax	Linum perenne lewisii	1
Rocky Mt. penstemon Sainfoin	Penstemon strictus Onobrychis viciifolia	1 0.5
Shrubs Forage kochia	Kochia prostrata	2
Wyoming big sagebrush	Artmesia tridentata wyominggensis var. Gordon Creek	0.5
Antelope bitterbrush Mountain big sagebrush	Purshia tridentata	1
True Mt. mahogany	Artemisia tridentata var. vaseyana Cercocarpus montanus	0.5 <u>1</u>
	Total	16
Riparian Areas		
NOTES:		
Common Plant Name	Scientific Name	Pounds per acre/PLS*
Grasses and Grasslike Reed canarygrass	Phalaris arundinacea	2
Streambank wheatgrass	Elymus lanceolatus riparium	4
**Nebraska sedge **Baltic rush	Carex nebrascensis <u>Juncus balticus</u>	
Shrubs **Coyote pillow	<u>Salix exqua</u>	
Skunkbush sumac	<u>Rhus trilobata</u> var. <u>trilobata</u> Total	<u>2</u> 8

Tress

- ** Narrowleaf cottonwood Populus augustifolia
- * Seeding rate is listed as pounds per acre of pure live seed (PLS) drilled. Rate is increased by 50 percent if broadcast seeded.

Formula: pure live seed (PLS) =%seed purity x %seed gemination.

** Sedge and rush root mass plugs, willow cuttings and cottonwood bare stock plantings will be done in the spring, within one month after water flows, when the riparian water table and soil moisture will ensure planting success.



Michael O. Leavitt Governor Kathleen Clarke Executive Director Lowell P. Braxton Division Director 1594 West North Temple, Suite 1210 PO Box 145801 Salt Lake City, Utah 84114-5801 801-538-5340 801-359-3940 (Fax) 801-538-7223 (TDD)

March 11, 1999

River Gas Corporation 1305 South 100 East Price, Utah 84501

Re:

Utah 34-259 Well, 1662' FSL, 2046' FEL, NW SE, Sec. 34, T. 15 S., R. 9 E.

Carbon County, Utah

Gentlemen:

Pursuant to the provisions and requirements of Utah Code Ann. 40-6-1 et seq., Utah Administrative Code R649-3-1 et seq., and the attached Conditions of Approval, approval to drill the referenced well is granted.

This approval shall expire one year from the above date unless substantial and continuous operation is underway, or a request for extension is made prior to the expiration date. The API identification number assigned to this well is 43-007-30456.

Sincerely,

John R. Baza

Associate Director

1wp

Enclosures

cc:

Carbon County Assessor

Bureau of Land Management, Moab District Office

Operator:	River Gas Corporation
Well Name & Number: _	Utah 34-259
API Number:	43-007-30456
Lease: State	Surface Owner: State
Location: <u>NW SE</u>	Sec. 34 T. 15 S. R. 9 E.
	Conditions of Approval

1. General

Compliance with the requirements of Utah Admin. R. 649-1 et seq., the Oil and Gas Conservation General Rules, and the applicable terms and provisions of the approved Application for Permit to Drill.

2. Notification Requirements

Notify the Division of the following actions during drilling of this well:

- 24 hours prior to cementing or testing casing
 - 24 hours prior to testing blowout prevention equipment
- 24 hours prior to spudding the well
- within 24 hours of any emergency changes made to the approved drilling program
- prior to commencing operations to plug and abandon the well

Division contacts (please leave a voice mail message if person is not available to take the call):

- Dan Jarvis at (801) 538-5338
- Robert Krueger at (801) 538-5274 (plugging)
- . Carol Daniels at (801) 538-5284 (spud)

3. Reporting Requirements

All required reports, forms and submittals shall be promptly filed with the Division, including but not limited to the Entity Action Form (Form 6), Report of Water Encountered During Drilling (Form 7), Weekly Progress Reports for drilling and completion operations, and Sundry Notices and Reports on Wells requesting approval of change of plans or other operational actions.

- 4. Compliance with the Conditions of Approval/Application for Permit to Drill outlined in the Statement of Basis (copy attached).
- 5. School and Institutional Trust Lands Administration-Oil and Gas Conditions of Approval. (attached)



DIVISION OF OIL, GAS AND MINING

SPUDDING INFORMATION

Name of Company:	RIVER GAS CORPORATION	
Well Name:	UTAH 34-259	
Api No. <u>43-007-</u>	30456 Lease Type: STATE	_
Secton 30 Tow	rnship 15S Range 09E County CARBON	
Drilling Contractor_	PENSE BROTHERS DRILLING RIG # 11	_
SPUDDED:		
Date_	03/15/99	
Time_	5:00 AM	
How_	DRY SPUD	
Drilling will comme	ence	
Reported by	D J WILSON	menterne
Telephone #	1-435-637-8876	
Date 3/15/99	Signed: CHD	

STATE OF UTAH

С	DIVISION OF OIL, GA	S AND MINING	5. Lease Designation a	and Serial Number:
SUNDRY NO	TICES AND REP	ORTS ON WELLS	6. If Indian, Allottee or N/A	Tribe Name:
Do not use this form for proposals to Use APPLICATION	drill new wells, deepen existing we FOR PERMIT TO DRILL OR DEE	ells, or to reenter plugged and abandoned wells. EPEN form for such proposals.	7. Unit Agreement Nar N/A	ne:
1. Type of Well: OIL GAS 🖾	OTHER:	CONFIDENTIAL	8. Well Name and Nu Utah 34-259	mber:
2. Name of Operator:		DOM IDEM INC	9. API Well Number:	-
River	Gas Corporation		43-007-30456	·
Address and Telephone Number:		TT 84501 (435)637-8876	10. Field or Pool, or W undesignated	/ildcat:
4. Location of Well Footages: 1662' FSL, 204	46' FEL		County: Carbon	
QQ, Sec., T., R., M.: NW/4, SE/4, S			State: UTAH	
11. CHECK APPROPI	RIATE BOXES TO IN	IDICATE NATURE OF NOTICE,	REPORT, OR O	THER DATA
	E OF INTENT it in Duplicate)		SUBSEQUENT RE	
☐ Abandon	□ New Construct	on □ Abandon *		New Construction
☐ Repair Casing	☐ Pull or Alter Ca	sing 🔲 Repair Casing		Pull or Alter Casing
☐ Change of Plans	☐ Recomplete	☐ Change of Plans		Reperforate
☐ Convert to Injection	☐ Reperforate	☐ Convert to Injectio	n 🗆	Vent or Flare
☐ Fracture Treat or Acidize	☐ Vent or Flare	☐ Fracture Treat or A	Acidize 🗆	Water Shut-Off
☐ Multiple Completion	☐ Water Shut-Off	KI Other Weekly R	eport	
☐ Other				
-		Date of work completion	on	
Approximate date work will start		Report results of Multip COMPLETION OR RECOMPL		pletions to different reservoirs on WELL 3 form.
12. DESCRIBE PROPOSED OR COMPLETED vertical depths for all markers and zones pertin		ertinent details, and give pertinent dates. If well is direct	ctionally drilled, give subsurf	ace locations and measured and true

See attached



13.

Name & Signature: Dawn J. Wilson Date: 3/19/99

(This space for state use only)

DAILY WELL REPORT

River Gas Corporation
Utah 34-259
1662' FSL, 2046' FEL
NW/4, SE/4, Sec.34,T15S,R09E
CARBON COUNTY, UTAH
SURVEYED ELEVATION:6023'
API# 43-007DRILLING CONTRACTOR: Pense Bros. Rig#11

PAGE 1

DRILLING

Day 1. 3/15/99. Current Depth: 15'. Present Operations: Drilling 11" surface hole. Drilled in 24 hrs: 15'. Total rotating hrs: 1/2 hour. Drilled from 0' to 15' with 15" hammer bit#1. Drilled from 15' to present with 11" hammer bit#2. RU drill rig 5:00-6:00am **Spud at 5:05am 3/15/99.** Drill and set 15' conductor pipe. 6:00-7:00am Nipple up to drill 11" surface hole.

Day 2. 3/16/99. Current Depth: 335'. Present Operations: Testing BOP. Drilled in 24 hrs: 335'. Total rotating hrs: 6-1/2 hour. Drilled from 15' to 335' with 11" hammer bit#2. 7:00-1:00pm Drill 335' of 11" surface hole. Run in hole with 325' of 8-5/8" surface casing. RU Dowell and cement surface pipe. Close valve at 3:00pm 3/15/99. WOC. NU BOP. Start testing BOP. Would not hold. Nipple down BOP. Wait on new BOP. Nipple up BOP. Test BOP.

Day 3. 3/17/99. Current Depth: 2603'. Present Operations: Logging well. Drilled in 24 hrs: 2268'. Total rotating hrs: 26 hours. Drilled from 325' to 2603' with 7-7/8" hammer bit#3. 7:00-8:00am NU and TIH to drill 7-7/8" hole drilling at 350' at 8:00am. 8:00-12:00pm Drilling 890' at 12:00pm. Work on rig. 1:00-7:00pm Drilling 1700' at 7:00pm. 7:00-9:00pm Drilling 1970' at 9:00pm. 9:00-12:00am Drilling 2240' at 12:00am. 12:00-3:00am Drilling TD at 2603' @ 3:30am 3/17/99. Circulate hole clean. TOOH. RU loggers.

Day 4. 3/18/99. Logging well. RD loggers. Moving Pense off location. Move Ross W.S. on location. RU. Change pipe rams. Prepare to run casing. Spot catwalks and racks. Unload casing and remove thread protectors. Tally pipe. Run 5-1/2" casing shoe and 59 joints 5-1/2" casing. Tagged fill at 2524'. RU Dowell and wash down. Land casing at 2589.13'. Pump cement job. RD Dowell. Shut down.

3/19/99. Nipple down BOP and nipple up tubing head. TIH with 4-3/4" nom. casing scraper and 85 joints of 2-7/8" tubing. Tag fill at 2583' (6' fill). TOOH. Rig down and move off location.

STATE OF UTAH DIVISION OF OIL, GAS AND MINING ENTITY ACTION FORM - FORM 6
 OPERATOR
 River Gas Corporation

 ADDRESS
 1305 South 100 East

 Price, UT 84501

OPERATOR ACCT. NO. 1609

ACTION		NEW	API NUMBER	WELL NAME		WELL LOCATION			N	SPUD DATE	EFFECTIVE
CODE		ļ			QQ	SC	TP	RG	COUNTY		DATE
B	99999	111-	43-007-30296	LDS 17-133	NW/SE	17	15S	10E	Carbon	3/5/99	
WELL 1	COMMENTS:	990408	entity adde	d; (Drunkards wash u/F	er "A-C"	SKS	2	С	ONFIDEN	TIML	
B	99999	11250	43-015-30344	Utah 03-286	NW/SE	03	16S	09E	Emery	3/7/99	
WELL 2	COMMENTS:	990408	entity added	Commission wash wifer	1A-C") K	BR				•	
			•						CONFIDE	NTIAL	
B	99999	11256	43-015-30337	USA 01-265	NW/SW	01	16S	09E	Emery	3/11/99	
WELL 3		-190708	erany wan	d; (Dhunkards wash u/Fe	W "A "C)	<i>KD</i> F-	·	C(ONFIDENT	TAL	
B	99999	11256	43-015-30336	USA 01-264	NW/NW	01	16S	09E	Emery	3/13/99	
	COMMENTS:	Q0	10408 Indity (added: LDnunkards wash w	Fer "A - C	"JKDA	2		CONFID	ENTIAL	
B	99999	11256	43-007-30456	Utah 34-259	NW/SE	34	15S	09E	Carbon	3/15/99	
	B - Add new w	nstructions on lew entity for n rell to existing well from one well from one	back of form) new well (single well of entity (group or unit we existing entity to an existing entity to a new sisting entity entity to a new sisting entity to a new sisting entity to a new sisting entity	rell) L	CONFIDE	ENTI	AL_		Signature Administrative		150r
NOTE: U			lain why each Action	Code was selected.	ORIGI	NA	L		Title Phone No. (435	Dai 5) 637-8876	e

FORM 9

STATE OF UTAH

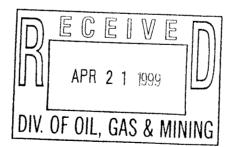
- CON
CON

DIVISION OF OIL, GAS AND MININ	VG				
DIVISION OF OIL, GAS AND WINNE	5. Lease Designation and Serial Number:				
	ML-48234				
SUNDRY NOTICES AND REPORTS ON	WELLS 6. If Indian, Allottee or Tribe Name: N/A				
Do not use this form for proposals to drill new wells, deepen existing wells, or to reenter plugg Use APPLICATION FOR PERMIT TO DRILL OR DEEPEN form for such pro					
1. Type of Well: OIL 🗆 GAS 🖾 OTHER:	8. Well Name and Number: Utah 34-259				
2. Name of Operator:	9. API Well Number:				
River Gas Corporation	43-007-30456				
Address and Telephone Number:	10. Field or Pool, or Wildcat: undesignated				
1305 South 100 East, Price, UT 84501 (435)637-8876 undesignated				
4. Location of Well Footages: 1662' FSL, 2046' FEL	county: Carbon				
QQ, Sec., T., R., M.: NW/4, SE/4, SEC.34, T15S, R09E, SLB&M	State: UTAH				
11. CHECK APPROPRIATE BOXES TO INDICATE NAT	TURE OF NOTICE, REPORT, OR OTHER DATA				
NOTICE OF INTENT (Submit in Duplicate)	SUBSEQUENT REPORT (Submit Original Form Only)				
☐ Abandon ☐ New Construction	☐ Abandon * ☐ New Construction				
□ Repair Casing □ Pull or Alter Casing	☐ Repair Casing ☐ Pull or Alter Casing				
☐ Change of Plans ☐ Recomplete	☐ Change of Plans ☐ Reperforate				
☐ Convert to Injection ☐ Reperforate	☐ Convert to Injection ☐ Vent or Flare				
☐ Fracture Treat or Acidize ☐ Vent or Flare	☐ Fracture Treat or Acidize ☐ Water Shut-Off				
☐ Multiple Completion ☐ Water Shut-Off	★ Other Weekly Report				
□ Other					
Approximate date work will start	Date of work completion Report results of Multiple Completions and Recompletions to different reservoirs on WELL COMPLETION OR RECOMPLETION REPORT AND LOG form.				

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS (Clearly state all pertinent details, and give pertinent dates. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)

See attached

ORIGINAL



CONFIDENTIAL

		/	_ () A /	//		
13.			/ [.][/	///		
Name & Signature:	Dawn J. Wilson	Lawn	X K	Mison	Title: Administrative Assistant	Date: 4/16/99
			//			

(This space for state use only)

DAILY WELL REPORT

River Gas Corporation
Utah 34-259
1662' FSL, 2046' FEL
NW/4, SE/4, Sec.34,T15S,R09E
CARBON COUNTY, UTAH
SURVEYED ELEVATION:6023'
API# 43-007DRILLING CONTRACTOR: Pense Bros. Rig#11

PAGE 1

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3/19/99. Nipple down BOP and nipple up tubing head. TIH with 4-3/4" nom. casing scraper and 85 joints of 2-7/8" tubing. Tag fill at 2583' (6' fill). TOOH. Rig down and move off location.

4/13/99. Rig up Halliburton. Perf and frac three zones.

Zone 1. 2336'-44',2351'-60'

Zone 2. 2288'-90', 2301'-04',2318'-28'

Zone 3. 2232'-36',2342'-50',2254'-60',2262'-66',2270'-76'

Extra Cost to heat frac tanks:

DAILY WELL REPORT

River Gas Corporation
Utah 34-259
1662' FSL, 2046' FEL
NW/4, SE/4, Sec.34,T15S,R09E
CARBON COUNTY, UTAH
SURVEYED ELEVATION:6023'
API# 43-007DRILLING CONTRACTOR: Pense Bros. Rig#11

PAGE 2

4/14/99. Moved rig in. Spot pump, tank and tubing trailer. Tally tubing. TIH with catch tool. Tag sand at 2274'. Wash to plug at 2284'. Pull plug. Trip out. Laid plug. Trip in hole. Tag sand at 2312'. Wash to plug at 2332'. Pull plug. Trip out of hole. Laid down plug. Made up notch collar. Trip in hole. Tag sand at 2538'. Wash to TD 2588.13'. Circulate hole clean. Pull up hole. Closed well in for the night.

4/15/99. Finished out of hole. Made up mud anchor and perf sub 4'x2-7/8" and seating nipple. TIH. Nipple down BOP. Made up tubing head. Trip in hole with pump and rods. Spaced out pump. Rig down rig, pump and tank. Moved rig.
77 joints to S/N at 2406.41'
Total joints 78
EOT 2443.39'
40x7/8" rods
56x3/4" rods
1- 1-1/2x22 ft polish rod

1- 2-1/2"x2"x16' RWAC top H/D



CONFIDENTIAL

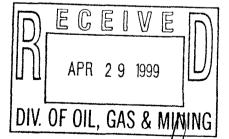
DIVISION OF	OIL.	GAS	AND	MINING

	סועום		N OF OIL, GAS AND MINII	JC.					
	DIVIS	IO	N OF OIL, GAS AND MINI	NG		5. Lease	Designation a	nd Serial Number:	
						ML-	48234		
	SUNDRY NOTIC	ES	AND REPORTS ON	WE	LLS	6. If India	an, Allottee or	Tribe Name:	
	Do not use this form for proposals to drill ne Use APPLICATION FOR I		ils, deepen existing wells, or to reenter plugç IIT TO DRILL OR DEEPEN form for such pr			7. Unit A N/A	greement Nan	ne:	
1. Тур	e of Well: OIL 🗆 GAS 🛛 OTH	ER	::				Name and Nut 34-259	nber:	
2. Nai	ne of Operator: River Gas	Co	rporation				Vell Number: 07-30456		
3. Ad	dress and Telephone Number:						or Pool, or W	ildcat:	
	1305 South	10	0 East, Price, UT 84501 (435)637	7-8876	unae	signated		
4. Location of Well Footages: 1662' FSL, 2046' FEL						County:	Carbon		
Q	D, Sec., T., R., M.: NW/4, SE/4, SEC.3	4, 7	Γ15S, R09E, SLB&M	State: UTAH					
11.	CHECK APPROPRIAT	ΕI	BOXES TO INDICATE NA	TUR	RE OF NOTICE, RE	POR	T, OR O	THER DATA	
	NOTICE OF (Submit in Du			SUBSEQUENT REPORT (Submit Original Form Only)					
	Abandon		New Construction		Abandon *			New Construction	
	Repair Casing		Pull or Alter Casing		Repair Casing			Pull or Alter Casing	
	Change of Plans		Recomplete		Change of Plans			Reperforate	
	Convert to Injection		Reperforate		Convert to Injection			Vent or Flare	
	Fracture Treat or Acidize		Vent or Flare		Fracture Treat or Acid			Water Shut-Off	
	Multiple Completion		Water Shut-Off	X	Other Online Notic	e	<u> </u>		
	Other			_					
Ap	proximate date work will start				te of work completion _ Report results of Multiple Co MPLETION OR RECOMPLETION	ompletion	s and Recomp	letions to different reservoirs	on WELL

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS (Clearly state all pertinent details, and give pertinent dates. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)

The Utah 34-259 was placed online and showed first production on 4/17/99.

ORIGINAL



CONFIDENTIAL

13.		1	121100		Й	lilono					
Name & Signature:	Dawn J. Wilson		EUUT \	K	///	<u> </u>	Title:	Administrative Assistant	Date:	4/24/99	
			,	7							

(This space for state use only)

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, 5, 5	·		ATE OF UTAIT	- ''I <i>D</i>)	ŧ			111	
	DI	VISION OF	OIL, GAS AN	D MINING[APR	2 9 199	g LEASE DI ML-4		AND SERIAL NO.
WELL C	OMPLETION	N OR RECC	MPLETION	REPORT	ANDAL	OGACO			OR TRIBE NAME
la. TYPE OF WELL:		IL GAS VELL WEL	L X DRY	UIV.	Ut UII	L, GAS 6	7. UNIT AG	REEMENT NA	ME
b. TYPE OF COMPLETIC NEW	ON: WORK D	EEP- PLU	G DIFF				N/A		
WELL X		N BAC	K RESVR.	Other	SCHE	7.8.1	8. FARM OR	R LEASE NAME	Ē
2. NAME OF OPERATOR		CAC CORDOR	ATION	CUNTIL	JENI	IAL	Utah 9. WELL NO		
3. ADDRESS OF OPERA		GAS CORPORA	ATION				34-25		
	1305 Sou	ıth 100 East, Pr	ice, UT 84501	(435) 637-887	76			AND POOL, OR	WILDCAT
4. LOCATION OF WELL clearly and in accordance		· · · · · · · · · · · · · · · · · · ·				location	undes	signated	OCK AND SURVEY
At surface 1662	' FSL & 2046' F	EL					11. SEC., T.,	R., M., OR BLO	OCK AND SURVEY I, T15S, R09E,
At top prod. interva	I reported below						SLB&M	74, 500 54	, 1133, R09E,
			14. API NO. 43-007-30	DATE ISS	SUED 3/11/99		12. COUNTY	7	13. STATE
15. DATE SPUDDED	16. DATE T.D. REA	CHED 17. DA	TE COMPL. (Ready to pro			, RT, GR, ETC.)	Carbon	19. EL	Utah ev. casinghead
3/15/99	3/17/		16/99 (Phig & Abo		3'			N/A	
20. TOTAL DEPTH, MD & 2603'	& TVD 21. P1	UG BACK T.D., MD & 2588.28'	TVD 22. IF	MULTIPLE COMPL., W MANY N/A		23. INTERVA DRILLED	BY r	rotary tool to TD	LS CABLE TOOLS N/A
24. PRODUCING INTERV	/AL(S), OF THIS COMPL	ETIONTOP, BOTTOM				.!			5. WAS DIRECTIONAL
Ferron: Upper:	2232'-2276' M	iddle: 2288'-23	328' Lower: 233	36'-2360'	,				SURVEY MADE
	Induction, Com	p. Den., Comp.	Neut., Caliper	3-22-99	27. WAS WE DRILL S		ES 🗖 N	O 🔲 (Se	e reverse side)
28.		rr		ORD (Report all strip	ngs set in well	")			
CASING SIZE	WEIGHT, LB./FT.	DEPTH SET (MD)	HOLE SIZE		CE	MENT RECORD			PERIOD
12-3/4"	PE	15'	15"						EXPIRED
8-5/8" 5-1/2"	24# K-55	325'	11"	120 sks Class	ON	5-16-2000			
<u> </u>	17# N-80	2588.28'	7-7/8"	230 sks 50/5			-		
29.		RECORD	T CA CVC CENTINE		30.		TUBING F		
SIZE	TOP (MD)	BOTTOM (MD)	SACKS CEMENT	SCREEN (MD)	SIZE		DEPTH SET	(MD)	PACKER SET (MD)
					2-7/8	8"	2437.7	9'	~
31. PERFORATION RECO	ORD (Interval, size and num	iber)		32.	ACII	O, SHOT, FRAC	ΓURE, CEME	NT SQUEEZE	ETC.
2336'-44',2531'- 2288'-90',2301'-				DEPTH INTERV	AL (MD)	AMO	UNT AND KII	ND OF MATER	JAL USED
•	·50',2254'-60',226	52'-66',2270'-76	,	2336'-2360		_			00#16/30sand 000#16/30sand
				2288'-2328					
				2232'-2276	,	350gal 15%a	cid,32,910g	<u>;al gel,84,30</u>	0#16/30sand
33.	···, ···			PRODUCTION					
DATE FIRST PRODUCTION 4/17/99	1	N METHOD (Flowing, g 2"x16'RWAC	as lift, pumpingsize and t	(ype of pump)				shut-in)	ATUS (Producing or
DATE OF TEST	HOURS TESTED	CHOKE SIZE	PROD'N. FOR TEST PERIOD	OILBBL.	GAS	MCF.	WATERI		GAS-OIL RATIO
4/17/99 FLOW, TUBING PRESS.	24 CASING PRESSURE	CALCULATED	OILBBL.	n/a GASMCF		52 WATER	1		n/a AVITI - API (CORR.)
37	40	24-HOUR RATE	n/a		52	ı	392		
34. DISPOSITION OF GAS vented, etc.)	S (Sold,used for fuel, Sold	d		Jerry D	Dietz			TEST W	ITNESSED BY
35. LIST OF ATTACHMEN	NTS		. 1/	C	UNFI	DENTI	AL		
36 I hereby certify that the f	oregoing and attached info	mation is complete and c	orrect as determined from a	ll available records			·		
SIGNED INCO	HWW .	TITLE	Petroleum Engi	neer		DA	те Ар	oril 23, 19	99

WELL NUMBER: Utah 34-259

(ERS	TOP MEAS DEPTHITRIE VERT DEPTH		·.	2070'	2490'		. –		·	 •		
GEOLOGIC MARKERS	T MFAS DEPTE											
38. GEC	NAMF		Blue Gate Bentonite	Marker	Tununk Shale					_		
drill-stem, tests, including depth interval tested, cushion used, time tool open, flowing and shut-in pressures, and recoveries):	DESCRIPTION, CONTENTS, ETC.	Coals and sandstones		Coal Interval: 2235'-2354'								
sted, cushion used,	BOTTOM	2354'				 				 		
ng depth interval te	TOP	2214'										
ariil-stem, tests, includii recoveries):	FORMATION	Ferron			·							

FORM 9

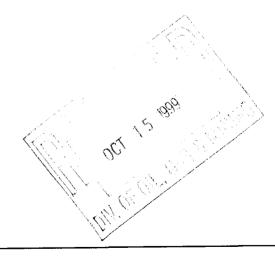
STATE OF UTAH

ORIGINIAI CONFIDENTIAL

			14/16-					
D	IVISION OF OIL, GAS AND M	INING	5. Lease Designation and Serial Number:					
			ML - 48234					
OUNDBY NO.	TICES AND REPORTS C	MIMELLS	6. If Indian, Allottee or Tribe Name:					
SUNDRY NO	IICES AND REPORTS C	NA AALLEO	N/A					
	to the same and a same as	- stressed and abandoned wells	7. Unit Agreement Name:					
Do not use this form for proposals to o Use APPLICATION	UTU67921X Drunkards Wash							
			Well Name and Number:					
1. Type of Well: OIL 🗆 GAS 🔯 🤇	DINEK.		Utah 34-259					
2. Name of Operator:			9. API Well Number:					
	Gas Corporation		43-007-30456					
	Gas Corporation		10. Field or Pool, or Wildcat:					
3. Address and Telephone Number: 1305 Se	outh 100 East, Price, UT 84501	(435) 637-8876	Drunkards Wash					
4. Location of Well			Corbon County					
Footages: 1662' FSL, 2	2046' FEL		county: Carbon County					
QQ, Sec., T., R., M.: NW/SE SEC	. 34, T15S, R09E, SLB & M		State: Utah					
11. CHECK APPROPE	RIATE BOXES TO INDICATE	NATURE OF NOTICE,	REPORT, OR OTHER DATA					
NOTICE	OF INTENT		SUBSEQUENT REPORT					
	t in Duplicate)		(Submit Original Form Only)					
□Abandon	□New Construction	□Abandon *	□New Construction					
□Repair Casing	□Pull or Alter Casing	□Repair Casing	□Pull or Alter Casing					
☐Change of Plans	□Recomplete	□Change of Plans	□Reperforate					
	□Reperforate	□Convert to Injection	□Vent or Flare					
□Convert to Injection	□Vent or Flare	□Fracture Treat or Ac	idize □Water Shut-Off					
□Fracture Treat or Acidize	□Water Shut-Off		YOther Chemical/Flush Treatment					
☐Multiple Completion	Dyvater Shut-On							
□Other		Date of work completion	Date of work completion 9/19/99					

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS (Clearly state all pertinent details, and give pertinent dates. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)

Please be advised that the above referenced well was chemically treated with 4000 gallons of low Ph fluid and 250 gallons of 7 1/2% HCL on 9/19/99.



Report results of Multiple Completions and Recompletions to different reservoirs on WELL COMPLETION OR RECOMPLETION REPORT AND LOG form.

13.	^	
$\langle \gamma \rangle$	(1)	
Name & Signature: Rochelle Crabtree per Jerry H. District Co.	DO Field Symaniage/Engineer	Date: 10/07/99
Name & Signature: Rochelle Crabtree per Jerry H. Diete J. V. V.	Title: Fleta Supervisor/Engineer	Date: 10/07/99
Mainic & Orginalist of		

(This space for state use only)

Approximate date work will start

Other

Change of Plans

Convert to Injection

Multiple Completion

Fracture Treat or Acidize

Approximate date work will start

STATE OF UTAH

Recomplete

Reperforate

Vent or Flare

Water Shut-Off



DIVISION OF OIL, GAS AND MINING						
DIVISION OF OIL, GAS AND MINING	5. Lease Designation and Serial Number:					
	ML - 48234					
SUNDRY NOTICES AND REPORTS ON WELLS	6. If Indian, Allottee or Tribe Name:					
OUNDICH HOLIOTOP HELIONING ON HELLO	N/A					
Do not use this form for proposals to drill new wells, deepen existing wells, or to reenter plugged and abandoned wells.	7. Unit Agreement Name:					
Use APPLICATION FOR PERMIT TO DRILL OR DEEPEN form for such proposals.	UTU67921X Drunkards Wash					
well: OIL □ GAS 🖄 OTHER:	Well Name and Number:					
Well. OIL II O/ O II O I I I I I	Utah 34-259					
Operator:	9. API Well Number:					
River Gas Corporation	43-007-30456					

Change of Plans

☐ Convert to Injection

Date of work completion

☑ Other

☐ Fracture Treat or Acidize

* Must be accompanied by a cement verification report.

Chemical/Flush Treatment

Report results of Multiple Completions and Recompletions to different reservoirs on WELL COMPLETION OR RECOMPLETION REPORT AND LOG form.

	ISE APPLICATION FOR PERIMIT TO DRILL	UTU6/921X Dru	ınkar	rds Wash				
. Type of Well: OIL 🔲 G	8. Well Name and Number:		-					
			Utah 34-259					
2. Name of Operator:	River Gas Corporation		9. API Well Number:					
		43-007-30456						
. Address and Telephone Nu	umber: 6825 South 5300 West, P	1 (425) (12 0777	10. Field or Pool, or Wildcat:					
	Drunkards Wash							
	1662' FSL, 2046' FEL	Carbon County						
QQ, Sec., T., R., M.: State:	NW/SE SEC. 34, T15S, R091	E, SLB & M	Utah					
1. CHECK APPRO	PRIATE BOXES TO IND	ICATE NATURE C	OF NC	TICE, REPORT,	OR OTHER DATA			
	NOTICE OF INTENT (Submit in Duplicate)	SUBSEQUENT REPORT (Submit Original Form Only)						
□ Abandon	_ i	New Construction	🗖 /	Abandon *			New Construction	
□ Repair Casing		Pull or Alter Csg		Repair Casing			Pull or Alter Csg	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS (Clearly state all pertinent details, and give pertinent dates. If well is directionally drilled, give subsurface locations and measured and true

Please be advised that the above referenced well was chemically treated with 4000 gallons of low Ph fluid & 250 gallons of 7 1/2% HCL on 07/13/00.



13.

Vochelle Cables Name & Signature: Rochelle Crabtree

Administrative Assistant

07/19/2000

Reperforate

07/13/2000

Vent or Flare

Water Shut-Off

(This space for state use only)

STATE OF UTAH

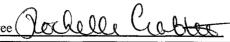
BRIGH	K	K	P
	5. Le	ise L	<u>-</u> -

5. Lease Designation and Serial Number:
ML - 48234
6. If Indian, Allottee or Tribe Name:
N/A

	DIVISION OF OIL, GAS AND MIN		9. 1
	DIVIDION OF OIL, GAS AND MIN		5. Lease Designation and Serial Number:
			ML - 48234
SUNDRY	Y NOTICES AND REPORTS ON	I WELLS	6. If Indian, Allottee or Tribe Name:
			N/A
	posals to drill new wells, deepen existing wells, or to reenter plu		7. Unit Agreement Name:
Use APP	LICATION FOR PERMIT TO DRILL OR DEEPEN form for such	proposals.	UTU67921X Drunkards Wash
1. Type of Well: OIL GAS	MOTHER:		8. Well Name and Number:
			Utah 34-259
2. Name of Operator:	River Gas Corporation		9. API Well Number:
Address and Telephone Number:	F		43-007-30456
Address and Telephone Number:	6825 South 5300 West, P.O. Box 851, Price, U	JT 84501 (435) 613-9777	10. Field or Pool, or Wildcat:
4. Location of Well			Drunkards Wash
Footages: County: 1662'	FSL, 2046' FEL		Carbon County
QQ, Sec., T., R., M.: State: NW/S	E SEC. 34, T15S, R09E, SLB & M		Utah
11. CHECK APPROPRIA	ATE BOXES TO INDICATE NATURE	OF NOTICE, REPORT	T, OR OTHER DATA
1	NOTICE OF INTENT (Submit in Duplicate)		SUBSEQUENT REPORT (Submit Original Form Only)
□ Abandon	□ New Construction	☐ Abandon *	□ New Construction
□ Repair Casing	☐ Pull or Alter Csg	☐ Repair Casing	☐ Pull or Alter Csg
☐ Change of Plans	☐ Recomplete	☐ Change of Plans	☐ Reperforate
□ Convert to Injection	□ Reperforate	☐ Convert to Injection	□ Vent or Flare
☐ Fracture Treat or Acidiz		☐ Fracture Treat or Ac	
☐ Multiple Completion	☐ Water Shut-Off		1/Flush Treatment 07/13/2000
OtherApproximate date work will:	stort	Date of work completion	07/13/2000
Approximate date work will s	start	Papert regults of Multiple Comple	etions and Recompletions to different reservoirs on WELL
		COMPLETION OR RECOMPLET	TION REPORT AND LOG form.
		* Must be accompanied by a cen	nent verification report.
rertical depths for all markers and zone	PLETED OPERATIONS (Clearly state all pertinent details, and gist spertinent to this work.) Advised that the above referenced well was of		•

250 gallons of 7 1/2% HCL on 07/13/00.

13.



Administrative Assistant

07/19/2000

(This space for state use only)

Accepted by the Utah Division of Oil, Gas and Mining

DIVISION

STATE OF UTAH OF OIL, GAS AND MINING	
OI CIL, GAS AND MINING	5 Lease Designation and Serial Number:
AND REPORTS ON WELLS	6 If Indian, Allottee or Tribe Name:
deepen existing wells, or to reenter plugged and abandoned wells TO DRILL OR DEEPEN form for such proposals	7 Unit Agreement Name:
	8 Well Name and Number:
oration	9 API Well Number:
x 851 Price, Utah 84501 (435) 613-9777	10 Field or Pool, or Wildcat:
	county: Carbon County State:

SUNDRY NOTICES AND REPORTS ON	WELLS	6 If Indian, Allottee or Tribe Name:
Do not use this form for proposals to drill new wells, deepen existing wells, or to reenter plugg Use APPLICATION FOR PERMIT TO DRILL OR DEEPEN form for such pro		7 Unit Agreement Name:
1 Type of Well: OIL GAS A OTHER:		8 Well Name and Number:
2 Name of Operator: River Gas Corporation		9 API Well Number:
3 Address and Telephone Number: 6825 S. 5300 W. P.O. Box 851 Price, Utah 84501 (4:	35) 613-9777	10 Field or Pool, or Wildcat:
4 Location of Well Footages: QQ, Sec , T , R , M : SLB & M		County: Carbon County State: Utah
11 CHECK APPROPRIATE BOXES TO INDICATE NA	TURE OF NOTICE, R	EPORT, OR OTHER DATA
NOTICE OF INTENT (Submit In Duplicate) Abandon	☐ Abandon * ☐ Repair Casing ☐ Change of Plans ☐ Convert to Injection ☐ Fracture Treat or Ac ☐ Other ☐ Date of work completion	Completions and Recompletions to different reservoirs on WELL TION REPORT AND LOG form
12 DESCRIBE PROPOSED OR COMPLETED OPERATIONS (Clearly state all pertinent details, and givertical depths for all markers and zones pertinent to this work) Please be advised that River Gas Corporation is transferring or Company 9780 Mt. Pyramid Court, Englewood, CO 80112. Please direct all correspondence and reports to: Phillips Petroi 3368. Effective 1/1/01	wnership of the attached	l list of wells to Phillips Petroleum

Calbbrill 13 Title: Development Manager Name & Signature: Cal Hurtt

(This space for state use only)

Drunkards Wash Total Well Count

(Through 2000 Drilling Season)

Well #	API#	Location	Section	Tship	Range
Utah 25-09-01	4300730130	1683 FSL, 877 FEL	25	14S	09E
Utah 36-01-02	4300730178	600 FNL, 620 FEL	36	148	09E
Utah 31-03-03	4300730143	740 FNL, 1780 FWL	31	14S	10E
Utah 36-03-04	4300730142	822 FNL, 2176 FWL	36	14S	09E
Utah 36-09-05	4300730144	2050 FSL, 700 FEL	36	14S	09E
Utah 25-07-06	4300730156	2599 FNL, 1902 FEL	25	14S	09E
Utah 25-11-07	4300730157	1718 FSL, 2210 FWL	25	14S	09E
Utah 26-16-08	4300730181	800 FSL, 750 FEL	26	14S	09E
Utah 35-01-09	4300730180	650 FNL, 850 FEL	35	14S	09E
Utah 31-12-10	4300730183	1995 FSL, 745 FWL	31	14S	10E
Utah 36-11-11	4300730184	1837 FSL, 1903 FWL	36	14S	09E
Utah 19-14-12	4300730182	860 FSL, 1780 FWL	19	14S	10E
Utah 30-05-13	4300730179	1493 FNL, 728 FWL	30	148	10E
Utah 30-13-14	4300730185	612 FSL, 670 FWL	30	14S	10E
Utah 24-01-15	4300730191	1320 FNL, 1320 FEL	24	14S	09E
Utah 24-03-16	4300730187	1310 FNL, 1525 FWL	24	14S	09E
Utah 24-12-17	4300730208	1320 FSL, 1320 FWL	24	14S	09E
Utah 24-16-18	4300730192	482 FSL, 940 FEL	24	14S	09E
Utah 23-02-19	4300730207	963 FNL, 1470 FEL	23	14S	09E
Utah 23-04-20	4300730194	1291 FNL, 1257 FWL	23	14S	09E
Utah 23-14-21	4300730200	739 FSL, 1716 FWL	23	14S	09E
Utah 23-09-22	4300730201	1320 FSL, 1320 FEL	23	14S	09E
Utah 26-01-23	4300730205	1320 FNL, 1320 FEL	26	14S	09E
Utah 26-06-24	4300730202	1480 FNL, 2000 FWL	26	148	09E
Utah 26-11-25	4300730204	1500 FSL, 1500 FWL	26	14S	09E
Utah 35-03-26	4300730203	1085 FNL, 1805 FWL	35	14S	09E
Utah 35-10-27	4300730197	2567 FSL, 2151 FEL	35	14S	09E
Utah 35-13-28	4300730198	1236 FSL, 1152 FWL	35	14S	09E
Utah 27-08-29	4300730193	2134 FNL, 753 FEL	27	14S	09E
Utah 27-09-30	4300730186	1359 FSL, 707 FEL	27	14S	09E
Utah 34-01-31	4300730196	464 FNL, 540 FEL	34	14S	09E
Utah 34-09-32	4300730195	1938 FSL, 435 FEL	34	14S	09E
Utah 25-04-33	4300730206	920 FNL, 780 FWL	25	14S	09E
Prettyman 10-15-34	4300730211	842 FSL, 1419 FEL	10	14S	09E
Utah 10-36	4300730302	1213 FNL, 469 FEL	10	15S	09E
Utah 12-15-37	4300730210	1158 FSL, 1494 FEL	12	15S	09E
Utah 06-38	4300730217	899 FNL, 1730 FEL	6	15S	10E
Utah 06-39	4300730218	934 FNL, 819 FWL	6	15S	10E
Utah 06-40	4300730219	2180 FSL, 1780 FEL	6	15S	10E
Utah 06-41	4300730254	2124 FSL, 1054 FWL	6	15S	10E
Utah 01-42	4300730220	860 FNL, 1780 FEL	1	15S	09E
Utah 01-43	4300730221	808 FNL, 1451 FWL	1	15S	09E
Utah 01-44	4300730222	860 FSL, 1320 FWL	1	15S	09E
Utah 01-45	4300730223	1219 FSL, 1318 FEL	1	15S	09E
Utah 02-46	4300730224	860 FNL, 860 FEL	2	15S	09E

Utah 02-47	4300730225	1318 FNL, 1791 FWL	2	15S	09E
Utah 02-48	4300730226	1780 FSL, 860 FEL	2	15S	09E
Utah 02-49	4300730227	1320 FSL, 2080 FWL	2	15S	09E
Utah 11-50	4300730228	860 FNL, 860 FEL	11	15S	09E
Utah 11-51	4300730229	1000 FNL, 1900 FWL	11	15S	09E
Utah 11-52	4300730230	1400 FSL, 1100 FEL	11	15S	09E
Utah 11-53	4300730231	1780 FSL, 1800 FWL	11	15S	09E
Utah 12-54	4300730232	875 FNL, 1015 FWL	12	15S	09E
Utah 12-55	4300730233	1500 FNL, 1320 FEL	12	15S	09E
Utah 12-56	4300730234	1500 FSL, 1320 FWL	12	15S	09E
Utah 07-57	4300730235	1421 FNL, 1003 FWL	7	15S	10E
Utah 07-58	4300730236	1495 FNL, 2006 FEL	7	15S	10E
Utah 07-59	4300730237	1400 FSL, 2100 FEL	7	15S	10E
Utah 07-60	4300730238	954 FSL, 1256 FWL	7	15S	10E
Utah 14-61	4300730239	1386 FNL, 931 FEL	14	15S	09E
Utah 14-62	4300730240	980 FNL, 1385 FWL	14	15S	09E
Utah 14-63	4300730241	1780 FSL, 1320 FEL	14	15S	09E
Utah 14-64	4300730242	907 FSL, 1392 FWL	14	15S	09E
Utah 13-65	4300730243	1320 FNL, 1200 FEL	13	15S	09E
Utah 13-66	4300730244	1276 FNL, 1301 FWL	13	15S	09E
Utah 13-67	4300730245	1800 FSL, 1500 FEL	13	15S	09E
Utah 13-68	4300730246	1320 FSL, 1320 FWL	13	15S	09E
Utah 18-69	4300730427	1320 FNL, 1320 FWL	18	15S	10E
Utah 18-70	4300730248	1110 FNL, 2127 FEL	18	15S	10E
Utah 18-71	4300730249	1764 FSL, 1767 FEL	18	15S	10E
Utah 18-72	4300730250	2100 FSL, 1100 FWL	18	15S	10E
USA 19-73	4300730392	1664 FNL, 1412 FEL	19	15S	10E
Utah 14-74	4300730529	1365 FSL, 1988 FEL	14	14S	09E
Utah 14-75	4300730263	1036 FSL, 1622 FWL	14	148	09E
Utah 22-76	4300730251	1320 FNL, 660 FEL	22	14\$	09E
Utah 19-77	4300730252	1780 FSL, 660 FWL	19	148	10E
Williams 30-78	4300730279	460 FNL, 660 FEL	30	148	10E
Utah 31-79	4300730253	1780 FSL, 1780 FEL	31	14S	10E
Utah 24-80	4300730255	590 FNL, 1612 FWL	24	15S	09E
Utah 24-81	4300730256	1067 FNL, 1361 FEL	24	15S	09E
Utah 32-82	4300730257	600 FNL, 2028 FEL	32	15S	09E
Utah 21-83	4300730259	1780 FNL, 460 FWL	21	15S	10E
H&A 07-84	4300730258	1780 FSL, 1780 FWL	7	158	09E
Utah 27-85	4300730261	2173 FNL, 676 FWL	27	14S	08E
Utah 24-86	4300730267	1788 FSL, 1677 FEL	24	15S	09E
Utah 24-87	4300730375	1780 FSL, 1333 FWL	24	15S	09E
USA 15-88	4300730264	872 FSL, 875 FEL	15	14S	09E
Telonis 22-89	4300730266	836 FNL, 1766 FWL	22	14S	09E
Telonis 21-90	4300730328	1272 FNL, 1188 FEL	21	14S	09E
USA 13-91	4300730568	1443 FSL, 1017 FWL	13	148	09E
Utah 13-92	4300730439	624 FSL, 899 FEL	13	14S	09E
Utah 18-93	4300730587	556 FSL, 673 FWL	18	148	10E
Utah 05-95	4300730269	640 FNL, 580 FWL	5	15S	10E
Utah 05-94	4300730270	1520 FSL, 1320 FWL	5	15S	10E

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Utah 05-96	4300730271	1780 FSL, 2180 FEL	5	15S	10E
Utah 08-97	4300730272	1495 FNL, 1273 FEL	8	15S	10E
Utah 08-98X	4300730285	1341 FNL, 1319 FWL	8	15S	10E
Utah 08-99	4300730274	1500 FSL, 1120 FWL	8	15S	10E
Utah 08-100	4300730275	1500 FSL, 1400 FEL	8	15S	10E
Utah 17-101	4300730416	460 FNL, 2180 FEL	17	158	10E
Utah 17-102	4300730277	810 FNL, 910 FWL	17	15S	10E
Utah 17-103	4300730278	1520 FSL, 1120 FWL	17	15S	10E
Powell 19-104	4300730282	1327 FNL, 1458 FWL	19	15S	10E
Powell 19-105	4300730283	1239 FSL, 1325 FWL	19	15S	10E
Utah 23-106	4300730280	150 FNL, 1400 FEL	23	15S	09E
Utah 23-107	4300730281	1252 FNL, 1255 FWL	23	15S	09E
Birkinshaw 19-108	4300730284	1305 FNL, 1192 FEL	19	15S	09E
Utah 36-109	4300730268	1800 FNL, 1800 FWL	36	15S	09E
Utah 16-110	4301530250	860 FSL, 2000 FWL	16	16S	09E
Fausett 09-111	4300730428	2215 FSL, 354 FEL	9	148	09E
Fausett 10-112	4300730415	1590 FSL, 1342 FWL	10	148	09E
Giacoletto 11-113	4300730335	500 FSL, 2070 FWL	11	148	09E
Prettyman 11-114	4300730340	471 FSL, 1828 FEL	11	148	09E
Giacoletto 13-120	4300730407	1200 FNL, 1219 FWL	13	148	09E
Giacoletto 14-121	4300730345	1200 FNL, 1060 FEL	14	148	09E
USA 14-122	4300730404	1500 FNL, 1039 FWL	14	148	09E
Utah 30-125	4300730262	630 FSL, 1627 FEL	30	148	10E
Utah 31-126	4300730305	1954 FNL, 1291 FEL	31	148	10E
Robertson 32-127	4300730374	646 FNL, 349 FWL	32	148	10E
Utah 04-129	4300730309	700 FWL, 1850 FSL	4	15S	10E
Utah 04-130	4300730519	860 FSL, 2150 FEL	4	158	10E
Sampinos 16-131	4300730610	1201 FNL, 1016 FWL	16	158	10E
Jensen 16-132	4300730588	1206 FSL, 1240 FWL	16	15S	10E
LDS 17-133	4300730296	1500 FSL, 1700 FEL	17	15S	10E
Utah 25-134	4300730399	745 FNL, 1482 FWL	25	15S	09E
Utah 36-135	4300730341	850 FNL, 850 FEL	36	158	09E
Utah 36-136	4300730343	465 FSL, 660 FWL	36	15S	09E
Utah 36-137	4300730342	2180 FSL, 1800 FEL	36	15S	09E
Utah 02-138	4301530288	638 FNL, 1865 FEL	2	16S	09E
Utah 02-139	4301530289	1890 FNL, 850 FWL	2	168	09E
Utah 02-140	4301530290	850 FSL, 1800 FWL	2	16S	09E
Utah 02-141	4301530291	1800 FSL, 1950 FEL	2	16S	09E
Telonis 15-142	4300730319	1320 FSL, 860 FWL	15	148	09E
Fausett 16-143	4300730320	1320 FNL, 1320 FEL	16	148	09E
Fausett 16-144	4300730321	1800 FNL, 860 FWL	16	148	09E
Telonis 16-145	4300730322	1320 FSL, 1320 FWL	16	148	09E
Paar 16-146	4300730323	843 FSL, 2157 FEL	16	148	09E
Christiansen 17-147	4300730324	860 FSL, 1800 FWL	17	148	09E
Christiansen 17-148	4300730325	1250 FSL, 1100 FEL	17	148	09E
Birkinshaw 18-149	4300730326	500 FSL, 500 FEL	18_	148	09E
Telonis 19-150	4300730300	751 FNL, 1840 FWL	19	148	09E
Telonis 19-151	4300730299	860 FSL, 2000 FWL	19	148	09E
Telonis 20-152	4300730327	1320 FNL, 1900 FEL	20	148	09E

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Telonis 21-153	4300730329	860 FNL, 1800 FWL	21	14S	09E
Telonis 29-154	4300730330	800 FNL, 1500 FWL	29	148	09E
Telonis 29-155	4300730331	1800 FSL, 1250 FWL	29	14S	09E
Telonis 30-156	4300730301	910 FNL, 868 FEL	30	148	09E
Telonis 30-157	4300730332	1800 FSL, 580 FEL	30	14S	09E
Utah 32-158	4300730333	1038 FNL, 1768 FEL	32	148	09E
Utah 32-159	4300730334	2011 FNL, 1426 FWL	32	14S	09E
Utah 32-160	4300730398	1500 FSL, 1780 FWL	32	14S	09E
Utah 32-161	4300730336	415 FSL, 1408 FEL	32	148	09E
Utah 36-162	4300730315	2053 FNL, 685 FEL	36	14S	08E
Utah 36-163	4300730316	860 FNL, 2100 FWL	36	148	08E
Utah 36-164	4300730317	1070 FSL, 2000 FWL	36	148	08E
Utah 36-165	4300730318	1100 FSL, 1500 FEL	36	148	08E
Utah 02-166	4300730337	1219 FNL, 1738 FEL	2	15S	08E
Utah 02-167	4300730338	660 FNL, 2075 FWL	2	15S	08E
Utah 02-168	4300730339	1800 FSL, 2100 FWL	2	15S	08E
Utah 02-169	4300730308	754 FSL, 1000 FEL	2	15S	08E
Seamons 32-170	4300730291	700 FNL, 500 FWL	32	138	09E
Pinnacle Peak 19-171	4300730117	1320 FSL, 1320 FEL	19	14S	09E
Telonis 20-172	4300730107	1980 FSL, 660 FEL	20	14S	09E
Powell 30-173	4300730346	1200 FNL, 1200 FWL	30	158	10E
Stella-Hamaker 10-174	4300730116	852 FNL, 1971 FWL	10	15S	08E
Utah 31-175	4301530317	897 FNL, 1731 FWL	31	16S	09E
USA 15-176	4300730450	2588 FNL, 1155 FEL	15	148	09E
USA 09-178	4300730419	428 FSL, 2527 FWL	9	148	09E
USA 17-180A	4300730622	2563 FNL, 1383 FWL	17	148	09E
USA 18-182	4300730417	1068 FSL, 1972 FWL	18	148	09E
USA 24-183	4300730469	828 FNL, 624 FEL	24	14S	08E
Utah 27-187	4300730395	1400 FNL, 1400 FWL	27	14S	09E
Utah 27-188	4300730292	477 FSL, 518 FWL	27	14S	09E
Utah 28-189	4300730396	1707 FNL, 868 FEL	28	148	09E
Utah 28-190	4300730397	1969 FNL, 1324 FWL	28	148	09E
Utah 28-191	4300730293	693 FSL, 1623 FWL	28	14S	09E
Utah 28-192	4300730294	1407 FNL, 1940 FWL	28	148	09E
Utah 29-193	4300730405	693 FNL, 1029 FEL	29	148	09E
Utah 29-194	4300730427	951 FSL, 370 FEL	29	148	09E
Utah 30-195	4300730265	1407 FNL, 1940 FWL	30	148	09E
Utah 30-196	4300730344	1056 FSL, 1984 FWL	30	14S	09E
Kakatsidas 31-197	4300730420	619 FNL, 1361 FEL	31	148	09E
Utah 31-198	4300730406	1403 FNL, 1540 FWL	31	148	09E
Utah 31-199	4300730480	1125 FSL, 928 FWL	31	148	09E
Utah 31-200	4300730385	2118 FSL, 549 FEL	31	14S	09E
Utah 33-201	4300730386	317 FNL, 1815 FEL	33	148	09E
Utah 33-202	4300730387	1939 FNL, 1593 FWL	33	148	09E
Utah 33-203	4300730388	1373 FSL, 1140 FWL	33	148	09E
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		2024 FSL. 1525 FEL	33	14S	l 09E
Utah 33-204	4300730389	2024 FSL, 1525 FEL 1485 FNL, 760 FEL	33	14S 15S	09E
		2024 FSL, 1525 FEL 1485 FNL, 760 FEL 1300 FNL, 1352 FWL			

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Utah 01-208	4300730464	1246 FNL, 1831 FEL	1	158	09E
Utah 01-209	4300730467	2271 FSL, 1251 FEL	1	15S	09E
Utah 34-211	4300730114	1181 FSL, 1005 FWL	34	14S	09E
Utah 03-212	4300730468	1187 FNL, 1761 FEL	3	15S	09E
Utah 03-213	4300730381	1466 FNL, 2041 FWL	3	15S	09E
Utah 03-214	4300730295	813 FSL, 966 FWL	3	15S	09E
Utah 03-215	4300730297	988 FSL, 604 FEL	3	158	09E
Utah 04-216	4300730382	1610 FNL, 810 FEL	4	15S	09E
Utah 04-217	4300730383	1343 FNL, 1119 FWL	4	15S	09E
Utah 04-218	4300730418	1084 FSL, 509 FEL	4	15S	09E
Utah 10-219	4300730298	805 FNL, 756 FWL	10	158	09E
Utah 10-220	4300730432	474 FSL, 372 FWL	10	15S	09E
Utah 10-221	4300730303	1602 FSL, 2032 FEL	10	15S	09E
USA 19-222	4300730393	1574 FSL, 1647 FEL	19	15S	10E
Utah 06-223	4300730430	1636 FSL, 1085 FEL	6	15S	09E
Utah 05-225	4300730440	421 FSL, 498 FEL	5	15S	09E
Utah 04-226	4300730408	571 FSL, 2331 FWL	4	15S	09E
Utah 09-227	4300730449	652 FNL, 1331 FEL	9	15S	09E
Utah 09-228	4300730413	1444 FNL, 1520 FWL	9	15S	09E
Utah 09-229	4300730414	1595 FSL, 2051 FWL	9	15S	09E
Utah 08-230	4300730410	2003 FNL, 960 FEL	8	15S	09E
Utah 08-231	4300730411	1321 FNL, 1738 FWL	8	15S	09E
H&A 08-232	4300730412	1135 FSL, 1497 FWL	8	15S	09E
Utah 08-233	4300730488	468 FSL, 2030 FEL	8	15S	09E
Utah 07-234	4300730409	1876 FNL, 875 FEL	7	15S	09E
Utah 07-235	4300730421	2098 FSL, 510 FEL	7	15S	09E
H&A 18-236	4300730459	896 FNL, 1511 FEL	18	158	09E
Utah 18-237	4300730485	1867 FSL, 1920 FEL	18	15S	09E
Utah 17-238	4300730510	677 FNL, 1321 FEL	17	15S	09E
Utah 17-239	4300730511	1383 FNL, 1576 FWL	17	15S	09E
Utah 17-240	4300730512	1977 FSL, 1394 FWL	17	15S	09E
Utah 17-241	4300730513	1668 FSL, 2222 FEL	17	15S	08E
USA 12-242	4300730482	1738 FNL, 1505 FEL	12	15S	08E
USA 12-243	4300730486	950 FNL, 232 FWL	12	15S	08E
USA 11-244	4300730463	1151 FNL, 1690 FEL	11	15S	08E
USA 11-245	4300730462	1234 FNL, 1743 FWL	11	15S	08E
Utah 01-246	4300730566	1619 FNL, 170 FWL	1	15S	09E
Utah 01-247	4300730465	594 FSL, 266 FWL	1	15S	08E
USA 35-248	4300730582	828 FSL, 1245 FEL	35	15S	09E
USA 30-251	4300730403	1169 FSL, 913 FWL	30	15S	10E
Utah 25-252	4300730400	1937 FNL, 1416 FEL	25	15S	09E
Utah 25-253	4300730400	809 FSL, 899 FWL	25	15S	09E
Utah 25-254	4300730402	1787 FSL, 1954 FEL	25	158	09E
Utah 26-255	4300730446	1209 FNL, 755 FEL	26	15S	09E
Utah 26-256	4300730445	1274 FSL, 1351 FWL	26	15S	09E
	4300730444	1263 FSL, 1368 FEL	26	15S	09E
Utah 26-257	4300730444	1198 FNL, 1880 FEL	34	158	09E
Utah 34-258		1662 FSL, 2046 FEL	34	158	09E
Utah 34-259	4300730456		35	158	09E
Utah 35-260	4300730447	814 FNL, 1900 FEL	<u> </u>	100	l oae

Utah 35-261	4300730442	615 FNL, 818 FWL	35	15S	09E
Utah 35-262	4300730443	1657 FSL, 1850 FWL	35	15S	09E
Utah 35-263	4300730441	1785 FSL, 946 FEL	35	15S	09E
USA 01-264	4301530336	1055 FNL, 441 FWL	1	16S	09E
USA 01-265	4301530337	1739 FSL, 636 FWL	1	16S	09E
Woolstenhulme 05-266	4300730481	1389 FNL, 2179 FEL	5	15S	10E
Utah 26-267	4300730514	1836 FNL, 2130 FWL	26	15S	09E
Utah 27-268	4300730457	1125 FSL, 1682 FWL	26	15S	09E
Utah 27-269	4300730458	1661 FSL, 795 FEL	27	15S	09E
Utah 34-270	4300730347	774 FNL, 756 FWL	34	15S	09E
Utah 34-271	4300730496	1693 FSL, 965 FWL	34	15S	09E
Utah 33-272	4300730502	694 FNL, 2034 FEL	33	15S	09E
Utah 33-273	4300730493	1922 FNL, 328 FWL	33	15S	09E
Utah 33-274	4300730494	1098 FSL, 1673 FWL	33	15S	09E
Utah 33-275	4300730495	1401 FSL, 1029 FEL	33	15S	09E
Utah 32-276	4300730483	738 FL, 1318 FWL	32	15S	09E
Utah 32-277	4300730484	1613 FSL, 1931 FEL	32	15S	09E
Utah 05-278	4301530278	1665 FNL, 1923 FEL	5	15S	09E
Utah 04-279	4301530340	1020 FNL, 1757 FEL	4	16S	09E
Utah 04-280	4301530341	2087 FNL, 1627 FWL	4	16S	09E
Utah 04-281	4301530399	999 FSL, 896 FWL	4	16S	09E
Utah 04-282	4301530342	2188 FSL, 911 FEL	4	16S	09E
Utah 03-283	4301530349	461 FNL, 1772 FEL	3	16S	09E
Utah 03-284	4301530346	1218 FNL, 753 FWL	3	16S	09E
Utah 03-285	4301530345	1917 FSL, 546 FWL	3	16S	09E
Utah 03-286	4301530344	1690 FSL, 1958 FEL	3	16S	09E
USA 20-287	4300730448	1395 FNL, 979 FWL	20	15S	10E
USA 20-288	4300730451	1566 FSL, 1125 FWL	20	15S	10E
USA 30-289	4300730452	1184 FNL, 1353 FEL	30	15S	10E
USA 30-290	4300730453	1080 FSL, 1508 FEL	30	14S	10E
USA 11-291	4300730501	2609 FNL, 1994 FEL	11	14S	09E
USA 11-292	4300730500	2483 FNL, 664 FWL	11	14S	09E
USA 10-293	4300730498	2011 FNL, 847 FEL	10	14S	09E
USA 10-294	4300730497	1750 FNL, 769 FWL	10	14S	09E
USA 09-295	4300730499	696 FNL, 1198 FEL	9	14S	09E
Fausett 09-296	4300730455	2072 FNL, 798 FWL	9	14S	09E
USA 08-297	4300730491	789 FNL, 958 FEL	8	14S	09E
Ritzakis 08-298	4300730475	798 FNL, 2018 FWL	8	14S	09E
Ritzakis 08-299	4300730479	2187 FSL, 1885 FWL	8	14S	09E
Ritzakis 08-300	4300730476	2485 FSL, 1522 FEL	8	14S	09E
USA 04-302	4300730489	1076 FSL, 1860 FWL	4	14S	09E
USA 04-303	4300730490	597 FSL, 984 FEL	4	14S	09E
Ritzakis 05-304	4300730473	688 FSL, 1888 FWL	5	14S	09E
Ritzakis 05-305	4300730474	1104 FSL, 1196 FEL	5	14S	09E
USA 06-306	4300730492	399 FSL, 306 FEL	6	14S	09E
Helper 07-307	4300730487	672 FNL, 962 FWL	7	15S	09E
USA 31-310	4300730516	624 FNL, 1238 FWL	31	15S	10E
USA 31-311	4300730517	1934 FSL, 973 FWL	31	15S	10E
USA 01-312	4301530350	1453 FNL, 1881 FEL	1	16S	09E

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4301530353	1262 FNL, 1136 FWL	11	16S	09E
4301530352	1221 FNL, 1104 FEL	10	16S	09E
4300730576	<u> </u>	10	15S	08E
4300730577	540 FSL, 784 FEL	12	15S	08E
4300730575	732 FSL, 1763 FEL	11	15S	08E
4300730579	890 FNL, 1469 FEL	14	15S	08E
4300730581	<u> </u>	13	15S	08E
4300730578		13	15S	08E
4300730583	964 FSL, 1999 FWL	35	14S	08E
4300730561	884 FSL, 1324 FEL	9	15S	09E
4300730562	938 FNL, 1564 FWL	6	15S	09E
4300730669	1069 FNL, 1460 FEL	20	15S	09E
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4300730626		20		09E
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USA 23-423	4300730611	408 FSL, 924 FEL	23	14S	08E
USA 34-434	4300730621	1342 FSL, 922 FEL	34	14S	08E
USA 18-435	4300730619	1868 FNL, 793 FWL	18	14S	09E
USA 07-436	4300730630	3121 FNL, 871 FEL	7	14S	09E
USA 03-442	4300730710	899 FNL, 553 FEL	3	15S	08E
USA 24-443	4300730651	1780 FNL, 2247 FEL	24	15S	08E
USA 24-444	4300730648	1338 FNL, 1153 FWL	24	15S	08E
USA 24-446	4300730708	1377 FNL, 2340 FWL	24	148	08E
USA 13-447	4300730707	2044 FSL, 741 FEL	13	14S	08E
USA 24-448	4300730652	2146 FSL, 2021 FEL	24	15S	08E
Utah 34-456	4300730713	755 FNL, 1377 FEL	34	148	08E
USA 13-470	4300730706	1741 FNL, 554 FEL	13	14S	08E
Utah 06-483	4300730716	2456 FSL, 988 FWL	6	15S	09E
American Quasar D1	4300730040	999 FSL, 1552 FWL	31	14S	10E
Arcadia-Telonis D2	4300730093	465 FSL, 560 FEL	19	148	09E
Utah D3	4300730290	1600 FSL, 1530 FEL	18	15S	10E
Utah D4	4300730314	600 FNL, 500 FWL	24	148	09E
Fausett D5	4300730351	467 FNL, 1461 FWL	16	14S	09E
Drew D6	4300730100	1300 FSL, 830 FWL	34	148	09E
Utah D7	4301530338	1371 FSL, 1530 FEL	2	14S	09E
Utah D8	4300730431	1342 FNL, 350 FWL	12	15S	09E
Utah D9	4300730438	1960 FNL, 1487 FWL	32	148	09E
RGC D10	4300730520	162 FNL, 1557 FEL	28	15S	09E
USA D11	4301530356	1513 FNL, 2437 FEL	13	16S	09E
Sampinos D14	4300730567	1695 FSL, 2133 FEL	16	15S	10E

LAW OFFICES

PRUITT, GUSHEE & BACHTELL

SUITE 1850 BENEFICIAL LIFE TOWER
SALT LAKE CITY, UTAH 84111-1495
(801) 531-8446

TELECOPIER (801) 531-8468 E-MAIL: mail@pgblaw.com SENIOR COUNSEL:

ROBERT G PRUITT, JR OLIVER W GUSHEE, JR

OF COUNSEL:

ROBERT G PRUITT, III BRENT A BOHMAN

January 29, 2001

HAND DELIVERED

Mr. Jim Thompson Utah Division of Oil, Gas & Mining 1594 W. North Temple Salt Lake City, UT 84116

Re: River Gas/Phillips Merger

Dear Mr. Thompson:

THOMAS W BACHTELL
A JOHN DAVIS, III

JOHN W ANDERSON

ANGELA L FRANKLIN

MICHAEL S JOHNSON

JOHN S FLITTON

WILLIAM E WARD

FREDERICK M MACDONALD GEORGE S YOUNG

As you may know, River Gas Corporation ("RGC") merged into Phillips Petroleum Company ("Phillips") effective December 31, 2000 at 11:59 p.m. I have enclosed a Certificate of Articles of Merger issued by the Utah Department of Commerce and, although duplicative, a sundry notice formally evidencing the merger for your records, and a list of all wells, including injection wells, formerly operated by RGC.

Please change the Division's records to reflect the change in operator of these wells from RGC to Phillips. All operational questions should be directed to Phillips at the following address:

Phillips Petroleum Company Attn: Billy Stacy, Operations Manager P.O. Box 3368 Englewood, CO 80155-3368 Telephone No.: (720) 344-4984

Phillips currently has a bond on file with the Division (a copy of which is enclosed for your reference), but I understand an \$80,000 Letter of Credit is in the process of being substituted.

Mr. Jim Thompson January 29, 2001 Page 2

On behalf of Phillips, I thank you for your cooperation. Should you have any further questions or concerns, please do not hesitate to contact me.

Yours very truly,

Frederick M. MacDonald

FMM:cs 2078.16 Enclosures

cc: W. H. Rainbolt Billy Stacy



Utah Department of Commerce Division of Corporations & Commercial Code

160 East 300 South, 2nd Floor, Box 146705 Salt Lake City, UT 84114-6705

Phone: (801) 530-4849 Toll Free: (877) 526-3994 Utah Residents

Fax: (801) 530-6438
Web site: http://www.commerce.state.ut.us

Registration Number: 562960-0143

01/12/01

Business Name:

PHILLIPS PETROLEUM COMPANY

Registered Date:

JUNE 14, 1946

CERTIFICATE OF ARTICLES OF MERGER

THE UTAH DIVISION OF CORPORATIONS AND COMMERCIAL CODE ("DIVISION") HEREBY CERTIFIES THAT

ARTICLES OF MERGER WERE FILED WITH THIS OFFICE ON DECEMBER 12, 2000 MERGING RIVER GAS CORPORATION, A CORPORATION OF THE STATE OF ALABAMA, INTO PHILLIPS PETROLEUM COMPANY, THE SURVIVING CORPORATION WHICH IS OF THE STATE OF DELAWARE, AS APPEARS OF RECORD IN THE OFFICE OF THE DIVISION.



Pi Carpbell

Ric Campbell

Acting Division Director of Corporations and Commercial Code

2-12-00P04:02 RCVD

State of Delaware

PAGE

Office of the Secretary of State



I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECTED COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"RIVER GAS CORPORATION", A ALABAMA CORPORATION,

WITH AND INTO "PHILLIPS PETROLEUM COMPANY" UNDER THE NAME OF "PHILLIPS PETROLEUM COMPANY", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SIXTH DAY OF DECEMBER, A.D. 2000, AT 10 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2000, AT 11:59 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

State of Utah
Department of Commerce
DMston of Corporations and Commercial Code

I Hereby certify that the (cregoing type been fled and approved on this 12 day of 120 CO in the office of this Division and hereby issue

this Certificate thereof.



DEC 12 2000

Liter Bir. Of Corp. & Contra. Code



Edward J. Freel, Secretary of State AUTHENTICATION: 0837738

DATE: 12-07-00

0064324 8100M

001609453

STATE OF DELAWARE SECRETARY OF STATE DIVISION OF CORPORATIONS FILED 10:00 AM 12/06/2000 001609453 - 0064324

CERTIFICATE OF OWNERSHIP AND MERGER

OF

RIVER GAS CORPORATION

(an Alabama corporation)

into

Phillips Petroleum Company

(a Delaware corporation)

It is hereby certified that:

- 1. Phillips Petroleum Company [hereinafter sometimes referred to as the "Corporation"] is a business corporation of the State of Delaware.
- 2. The Corporation is the owner of all of the outstanding shares of each class of stock of River Gas Corporation, which is a business corporation of the State of Alabama.
- 3. The laws of the jurisdiction of organization of River Gas Corporation permit the merger of a business corporation of that jurisdiction with a business corporation of another jurisdiction.
- 4. The Corporation hereby merges River Gas Corporation into the Corporation.
- 5. The following is a copy of the resolutions adopted on November 21, 2000 by the Board of Directors of the Corporation to merge the said River Gas Corporation into the Corporation:
 - "1. Phillips Petroleum Company, which is a business corporation of the State of Delaware and is the owner of all of the outstanding shares of River Gas Corporation, which is a business corporation of the State of Alabama, hereby merges River Gas Corporation into Phillips Petroleum Company pursuant to the provisions of the Alabama Business Corporation Act and pursuant to the

provisions of Section 253 of the General Corporation Law of Delaware.

- "2. The separate existence of River Gas Corporation shall cease at the effective time and date of the merger pursuant to the provisions of the Alabama Business Corporation Act; and Phillips Petroleum Company shall continue its existence as the surviving corporation pursuant to the provisions of Section 253 of the General Corporation Law of Delaware.
- "3. The Articles of Incorporation of Phillips Petroleum Company are not amended in any respect by this Plan of Merger.
- "4. The issued shares of River Gas Corporation shall not be converted or exchanged in any manner, but each said share which is issued immediately prior to the effective time and date of the merger shall be surrendered and extinguished.
- "5. Each share of Phillips Petroleum Company outstanding immediately prior to the effective time and date of the merger is to be an identical outstanding share of Phillips Petroleum Company at the effective time and date of the merger.
- "6. No shares of Phillips Petroleum Company and no shares, securities, or obligations convertible into such shares are to be issued or delivered under this Plan of Merger.
- "7. The Board of Directors and the proper officers of Phillips Petroleum Company are hereby authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file, and/or record any and all instruments, papers, and documents which shall be or become necessary, proper, or convenient to carry out or put into effect any of the provisions of this Plan of Merger or of the merger herein provided for."
- "This Company approves that the effective time and date of the merger herein provided for in the State of Alabama shall be 11:59 p.m. on December 31, 2000."
- "Any Vice President, the Treasurer, any Assistant Treasurer, the Secretary, any Assistant Secretary, and each of them severally, be and hereby is authorized to make, execute,

deliver, file, and/or record any and all instruments, papers, and documents which shall be or become necessary, proper, or convenient to carry out or put into effect any of the provisions of these resolutions and to do or cause to be done all such acts as are necessary to give effect to the purpose and intent of the approval herein set forth."

6. This Certificate of Ownership and Merger shall be effective at 11:59 p.m. on December 31, 2000.

Executed on November 27, 2000

Phillips Petroleum Company

N. A. Loftis, Assistant Secretary



Unted States Department of the Interior

BUREAU OF LAND MANAGEMENT

Utah State Office P.O. Box 45155 Salt Lake City, UT 84145-0155

In Reply Refer To: 3106 UTU-47157 et al (UT-932)

JAN 3 0 2001

NOTICE

Phillips Petroleum Company

Attn: W. H. Rainbolt, Rocky Mtn. Region-Land

Box 1967

Houston, TX 77251-1967

Oil and Gas

Merger Recognized

Acceptable evidence has been filed in this office concerning the merger of River Gas Corporation into Phillips Petroleum Company with Phillips Petroleum Company being the surviving entity.

The oil and gas lease files and rights-of-way files identified on the enclosed exhibit have been noted as to the merger. The exhibit is the list supplied by the representative of the companies, and verified by our computerized records. We have not adjudicated the case files to determine if the entity affected by the merger holds an interest in the leases identified, nor have we attempted to identify leases where the entity is the operator on the ground, maintaining no vested record title or operating rights interest. We are notifying the Minerals Management Service and all applicable BLM offices of the merger by a copy of this notice. If additional documentation for a change of operator is required by our Field Offices, you will be contacted by them.

By recognition of the merger the obligor is automatically changed by operation of law from River Gas Corporation to Phillips Petroleum Company on Letter of Credit No. P-207337 (BLM Bond No. UT0829). A rider to BLM Bond No. ES0048 assuming any and all liabilities of BLM Bond No. UT0829 must be submitted for approval to the Eastern States Office, Attn: Bill Forbes, 7450 Boston Boulevard, Springfield, VA 22153. After the rider is approved, the Letter of Credit will be returned to the financial institution that issued it.

ROBERT LOPEZ

Robert Lopez
Chief, Branch of
Minerals Adjudication

Enclosure Exhibit of Leases



cc: Moab Field Office

Vernal Field Office

Price Field Office

MMS-Reference Data Branch, MS 3130, P.O. Box 5860, Denver, CO 80217

State of Utah, DOGM, Attn: Jim Thompson (Ste. 1210), Box 145801, SLC, UT 84114

The Chase Manhattan Bank, Attn: Standby Letter of Credit Dept., 4 Chase Metrotech Center, 8th Floor Brooklyn, NY 11245

Teresa Thompson (UT-931)

LaVerne Steah (UT-942)

Pruitt, Gushee & Bachtell, Attn: Frederick M. MacDonald, Suite 1850 Beneficial Life Tower,

Salt Lake City, Utah 84111-1495

BLM, Eastern States Office (Attn: Bill Forbes)

Division of Oil, Gas and Mining

OPERATOR CHANGE WORKSHEET

Enter date after each listed item is completed

Change of Operator (Well Sold)

Designation of Agent

Operator Name Change (Only)

X Merger

The operator of the well(s) listed be	ctive:	12-31-20	000	_			
FROM: (Old Operator):		ı	TO: (Ne	w Operator):			
RIVER GAS CORPORATION			,	PETROLÉUN	M COMPA	NY	
Address: 6825 S. 5300 W. P. O. BOX 851 Address: P. O. BOX 3368							
PRICE, UT 84501			ENGLEW	OOD, CO 801	55-3368		
Phone: 1-(435)-613-9777			Phone:	1-(720)-344-4	1984		
Account N1605			Account	N1475			
	CA No.		Unit:	DRUNKAR	DS WASH		
WELL(S)							
	API		ENTITY	SEC. TWN	LEASE	WELL	WELL
NAME	NO.		NO.	RNG	TYPE	TYPE	STATUS
UTAH 34-258	43-007	30552	11256	34/15S-09E	STATE	GW	P
UTAH 34-259			11256	34-15S-09E	STATE	GW	P
UTAH 34-270	43-007	-30347	11256	34-15S-09E	STATE	GW	P
UTAH 34-271	43-007	-30496	11256	34-15S-09E	STATE	GW	P

UTAH 35-260	43-007-30447	11256	35-15S-09E	STATE	GW	P
UTAH 35-261	43-007-30442	11256	35-15S-09E	STATE	GW	P
UTAH 35-262	43-007-30443	11256	35-15S-09E	STATE	GW	P
UTAH 35-263	43-007-30441	11256	35-15S-09E	STATE	GW	P
UTAH 36-109	43-007-30268	11256	36-15S-09E	STATE	GW	P
UTAH 36-135	43-007-30341	11256	36-15S-09E	STATE	GW	P
UTAH 36-136	43-007-30343	11256	36-15S-09E	STATE	GW	P
UTAH 36-137	43-007-30342	11256	36-15S-09E	STATE	GW	P
UTAH 04-129	43-007-30309	11256	04-15S-10E	STATE	GW	P
UTAH 04-130	43-007-30519	11256	04-15S-10E	STATE	GW	P
UTAH 5-94	43-007-30269	11256	05-15S-10E	STATE	GW	P
UTAH 5-95	43-007-30270	11256	05-15S-10E	STATE	GW	P
UTAH 5-96	43-007-30271	11256	05-15S-10E	STATE	GW	P
UTAH 6-38	43-007-30217	11256	06-15S-10E	STATE	GW	P
UTAH 6-39	43-007-30218	11256	06-15S-10E	STATE	GW	P

43-007-30219

11256

06-15S-10E

OPERATOR CHANGES DOCUMENTATION

UTAH 6-40

1. (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on:

01/29/2001

STATE

GW

Р

2. (R649-8-10) Sundry or legal documentation was received from the NEW operator on:

01/29/2001

3. The new company has been checked through the Department of Commerce, Division of Corporations Database on:

02/15/2001

4.	Is the new operator registered in the State of Utah: YES Business Number: 562960-0143
5.	If NO, the operator was contacted contacted on:
6.	Federal and Indian Lease Wells: The BLM and or the BIA has approved the (merger, name change, or operator change for all wells listed on Federal or Indian leases on: 01/30/2001
7.	Federal and Indian Units: The BLM or BIA has approved the successor of unit operator for wells listed on: N/A
8.	Federal and Indian Communization Agreements ("CA"): The BLM or the BIA has approved the operator change for all wells listed involved in a CA on: N/A
9.	Underground Injection Control ("UIC") Pro: The Division has approved UIC Form 5, Transfer of Authority to Inject, for the enhanced/secondary recovery unit/project for the water disposal well(s) listed on:
DA	ATA ENTRY:
1.	Changes entered in the Oil and Gas Database on: 03/01/2001
2.	Changes have been entered on the Monthly Operator Change Spread Sheet on: 03/01/2001
3.	Bond information entered in RBDMS on: N/A
4.	Fee wells attached to bond in RBDMS on: N/A
ST	ATE BOND VERIFICATION: 5952189 State well(s) covered by Bond No.: N##
FE	E WELLS - BOND VERIFICATION/LEASE INTEREST OWNER NOTIFICATION:
1.	(R649-3-1) The NEW operator of any fee well(s) listed has furnished a bond: N/A
	The FORMER operator has requested a release of liability from their bond on: N/A The Division sent response by letter on: N/A
	(R649-2-10) The FORMER operator of the Fee wells has been contacted and informed by a letter from the Division of their responsibility to notify all interest owners of this change on: N/A
	LMING: All attachments to this form have been MICROFILMED on: 3 · / 6 · 0/
	LING: ORIGINALS/COPIES of all attachments pertaining to each individual well have been filled in each well file on:
CC	MMENTS:



Chemical/Flush Treatment

Report results of Multiple Completions and Recompletions to different reservoirs on WELL COMPLETION OR RECOMPLETION REPORT AND LOG form.

08/07/2001

FUI	KIVI 9	STATE OF UTAH		UKI	GINAL				
		DIVISION OF OIL, GAS AND	MINING		5. Lease Designation and Serial	Numb	er:		
					ML - 48234 _				
	SUNDRY NO	OTICES AND REPORTS	ON WE	LLS	6. If Indian, Allottee or Tribe Nar	ne:			
	oonbar in		, 011 112		N/A				
	Do not use this form for proposals	to drill new wells, deepen existing wells, or to ree	enter plugged and	abandoned wells.	7. Unit Agreement Name:				
	Use APPLICATIO	ON FOR PERMIT TO DRILL OR DEEPEN form f	or such proposals	•	UTU67921X Drunkards Wash				
I. Tyr	pe of Well: OIL 🗆 GAS 🖄 OT	ΓHER:			8. Well Name and Number:				
	·				Utah 34-259				
2. Na	ame of Operator:	illips Petroleum Company			9. API Well Number:				
					43-007-30456				
3. Ad	ddress and Telephone Number: 6825	5 South 5300 West, P.O. Box 851, P	01 (435) 613-9777	10. Field or Pool, or Wildcat:					
					Drunkards Wash				
	cation of Well lages: 1662' FSL	, 2046' FEL			County: Carbon Cour	ıty			
QQ,	Sec., T., R., M.: NW/SE, S.	EC. 34, T15S, R09E, SLB & M			State: Utah				
1. C	CHECK APPROPRIATE	BOXES TO INDICATE NAT	JRE OF N	OTICE, REPORT	, OR OTHER DATA				
		CE OF INTENT unit in Duplicate)		5	SUBSEQUENT REPORT (Submit Original Form Only)				
	Abandon	□ New Construction	on 📗	Abandon *			New Construction		
	Repair Casing	☐ Pull or Alter Cs	g 🗖	Repair Casing			Pull or Alter Csg		
	Change of Plans	☐ Recomplete		Change of Plans			Reperforate		
	Convert to Injection	☐ Reperforate		Convert to Injection			Vent or Flare		
	Fracture Treat or Acidize	☐ Vent or Flare		Fracture Treat or Acid	dize		Water Shut-Off		

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS (Clearly state all pertinent details, and give pertinent dates. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)

□ Water Shut-Off

Please be advised that the above referenced well was chemically treated with 4,000 gallons of low Ph fluid & 250 gallons of 7 1/2% HCL on 08/07/01.

Other

Date of work completion _

* Must be accompanied by a cement verification report.

Name & Signature: Rochelle Crabtree Rochelle Roc	10								
Nome & Signature: Rochelle Crabtree (2000 C)	13.		_						
Nome & Singelling: Rochelle Crabtree (10 CD Q Q) (10 H) Tille: Administrative Assistant page: 08/15/2001		($2 - \alpha \alpha$	A1					
Name & Signature.	Name & Signature:	Rochelle Crabtree	Joshelle	(cathet	Title:	Administrative Assistant	Date:	08/15/2001	<u>1</u>

(This space for state use only)

☐ Multiple Completion

Approximate date work will start

☐ Other

ORIGINAL

	5. Lease Designation and Serial Number: ML-48234 6. If Indian, Allottee or Tribe Name: N/A 7. Unit Agreement Name: UTU67921X Drunkards Wash 8. Well Name and Number: UTAH 34-259
Do not use this form for proposals to drill new wells, deepen existing wells, or to reenter plugged and abandor Use APPLICATION FOR PERMIT TO DRILL OR DEEPEN form for such proposals. 1. Type of Well: OIL GAS OTHER:	N/A 7. Unit Agreement Name: UTU67921X Drunkards Wash 8. Well Name and Number:
Do not use this form for proposals to drill new wells, deepen existing wells, or to reenter plugged and abandor Use APPLICATION FOR PERMIT TO DRILL OR DEEPEN form for such proposals. 1. Type of Well: OIL GAS OTHER:	7. Unit Agreement Name: UTU67921X Drunkards Wash 8. Well Name and Number:
Use APPLICATION FOR PERMIT TO DRILL OR DEEPEN form for such proposals. 1. Type of Well: OIL GAS OTHER:	UTU67921X Drunkards Wash 8. Well Name and Number:
Use APPLICATION FOR PERMIT TO DRILL OR DEEPEN form for such proposals. 1. Type of Well: OIL GAS OTHER:	UTU67921X Drunkards Wash 8. Well Name and Number:
2 Name of Operator	
2 Name of Operator	UTAH 34-259
2. Name of Operator: Phillips Petroleum Company	
	9. API Well Number:
rimites reducedin Company	43-007-30456
3. Address and Telephone Number:	10. Field or Pool, or Wildcat:
6825 South 5300 West, P.O. Box 851, Price, UT 84501 (43	Drunkards Wash
Footages: 1662' FSL, 2046' FEL QQ, Sec., T., R., M.: NW/SE, SEC.34, T15S, R09E, SLB & M 11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTIC	county: Carbon County State: Utah E, REPORT, OR OTHER DATA
NOTICE OF INTENT (Submit in Duplicate)	SUBSEQUENT REPORT (Submit Original Form Only)
☐ Abandon ☐ New Construction ☐ Abandon	don * ☐ New Construction
☐ Repair Casing ☐ Pull or Alter Csg ☐ Repair	r Casing Pull or Alter Csg
☐ Change of Plans ☐ Recomplete ☐ Change	ge of Plans □ Reperforate
☐ Convert to Injection ☐ Reperforate ☐ Conve	ert to Injection Vent or Flare
☐ Fracture Treat or Acidize ☐ Vent or Flare ☐ Fracture	ure Treat or Acidize □ Water Shut-Off
☐ Multiple Completion ☐ Water Shut-Off ☒ Other	
Li Ottet	ork completion 12/11/02
Approximate date work will start	
Report result	is of Multiple Completions and Recompletions to different reservoirs on WELL N OR RECOMPLETION REPORT AND LOG form.
	companied by a cement verification report.
iviusi pe ac	Companied by a cement verification report.

Please be advised that the above referenced well was chemically treated with 250 gallons of 15% HCL Acid on 12/11/02.

> **RECEIVED** JAN 2 3 2003

DIV. OF OIL, GAS & MINING

13.	^				
	L()	malle of			
Name & Signature: Lynnette Allred	<u> </u>	Ullred -	Title:	Administrative Assistant	Date: 01/20/03
(This areas for state upo only)	- / /				



Re:

Notice of Address Change, Merger and Name Change

Address Change effective December 2, 2002

Merger and Name Change effective December 31, 2002

Divisions of Oil, Gas, and Mining Attn: Mr. John Baza 1594 West North Temple, Suite 1210, P. O. Box 145801 Salt Lake City, UT 84114-5801

Gentlemen:

- 1. Effective December 2, 2002, Phillips Petroleum Company will close its Englewood, Colorado Rocky Mountain Region office. After that time, all correspondence, notices and invoice for Land related matters should be directed to the address(es) noted below. Note that until December 31, 2002, all properties in which Phillips held an interest will continue to be operated by Phillips Petroleum Company, a wholly-owned subsidiary of ConocoPhillips.
- On December 31, 2002, Phillips Petroleum Company and Conoco Inc. will merge, and the surviving corporation will be renamed "ConocoPhillips Company".

In accordance with the notice provisions of the Operating Agreements and other agreements, if any, between our companies, please adjust your company/organization records, effective for address purposes as of December 2, 2002, and for company name purposes, as of January 1, 2003, to reflect the following information for addressing and delivery of notices, invoicing and payment, and communications with ConocoPhillips Company. This will also apply to Lease Sale notices and other lease-related correspondence and notifications.

U.S. Mail Address:

ConocoPhillips Company P.O. Box 2197 Houston, Texas 77252 Attn: Chief Landman, San Juan/Rockies

Physical Address & Overnight Delivery:

ConocoPhillips Company 550 Westlake Park Blvd. Three Westlake Park 3WL, Room WL 9000 Houston, Texas 77079 Attn: Chief Landman, San Juan/Rockies

All ballots and official notices/responses sent by facsimile transmission should be sent to the following contact:

Attn: Chief Landman. San Juan/Rockies

Fax No.: 832-486-2688 or 832-486-2687

Please contact the undersigned immediately if you have any questions. This notice does not apply to royalty inquiries, joint interest billings, or revenue remittances. Please continue to use the same addresses you are currently using for these matters Willian Painbak

Sincerely,

RECLIVED

DEC 0 2 2002

DIVISION OF OIL GAS AND MINING

DIV. OF OIL, GAS & MINING

STATE OF UTAH

DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS AND MINING 5. LEASE DESIGNATION AND SERIAL NUMBER: 6. IF INDIAN, ALLOTTEE OR TRIBE NAME: SUNDRY NOTICES AND REPORTS ON WELLS 7 UNIT or CA AGREEMENT NAME: Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals. 1. TYPE OF WELL 8. WELL NAME and NUMBER: OTHER All OIL WELL \square GAS WELL See Attached List 2. NAME OF OPERATOR: 9. API NUMBER: Phillips Petroleum Company See List 3. ADDRESS OF OPERATOR: 10. FIELD AND POOL, OR WILDCAT: PHONE NUMBER: _{ZIP} 74004 erry Bartlesville (918) 661-4415 980 Plaza Office 4. LOCATION OF WELL FOOTAGES AT SURFACE: See Attached List QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: STATE: UTAH CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA 11. TYPE OF SUBMISSION TYPE OF ACTION **ACIDIZE** DEEPEN REPERFORATE CURRENT FORMATION NOTICE OF INTENT (Submit in Duplicate) SIDETRACK TO REPAIR WELL ALTER CASING FRACTURE TREAT Approximate date work will start: CASING REPAIR NEW CONSTRUCTION TEMPORARILY ABANDON CHANGE TO PREVIOUS PLANS OPERATOR CHANGE TUBING REPAIR **CHANGE TUBING** PLUG AND ABANDON VENT OR FLARE SUBSEQUENT REPORT CHANGE WELL NAME PLUG BACK WATER DISPOSAL (Submit Original Form Only) CHANGE WELL STATUS WATER SHUT-OFF PRODUCTION (START/RESUME) Date of work completion: COMMINGLE PRODUCING FORMATIONS RECLAMATION OF WELL SITE OTHER: CONVERT WELL TYPE RECOMPLETE - DIFFERENT FORMATION 12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc. Conoco Inc. was merged into Phillips Petroleum Company, the surviving corporation, on December 31, 2002. In connection with this merger and effective on the same date, the name of the surviving corporation was changed to "ConocoPhillips Company". We are requesting that a new Operator Number be assigned to ConocoPhillips Company. Please send production reporting forms to Herb Henderson at ConocoPhillips Company, 315 S. Johnstone, 980 Plaza Office, Bartlesville, OK 74004. Herb's phone number is 918-661-4415. **Current Operator New Operator** ConocoPhillips Company Phillips Petroleum Company RECEIVED JAN 0 8 2003

Sr. Regulatory Analyst Yolanda Perez NAME (PLEASE PRINT) 12/30/2002 SIGNATURE

Yolanda Perez

(This space for State use only)

Steve de Albuquerque



SECRETARY'S CERTIFICATE

I, the undersigned, Jennifer M. Garcia, Assistant Secretary of ConocoPhillips Company, formerly Phillips Petroleum Company, organized and existing under and by virtue of the laws of the State of Delaware (the "Corporation"), hereby certify that:

- 1. As Assistant Secretary I am authorized to execute this certificate on behalf of the Corporation.
- 2. The attached photocopy of the Certificate of Amendment to the Restated Certificate of Incorporation of Phillips Petroleum Company (to be renamed ConocoPhillips Company) is a true and correct copy as filed in the office of the Secretary of State of Delaware on the 12th day of December 2002, with an effective date of January 1, 2003 and such Certificate of Amendment has not been modified, amended, rescinded or revoked and is in full force and effect as of the date hereof.
- 3. The attached photocopy of the Certificate of Merger of Conoco Inc. with and into ConocoPhillips Company is a true and correct copy as filed in the office of the Secretary of State of Delaware on the 12th day of December 2002, with an effective date of December 31, 2002 and such Certificate of Merger has not been modified, amended, rescinded or revoked and is in full force and effect as of the date hereof.

IN WITNESS WHEREOF, I have hereunto set my hand as Assistant Secretary and affixed the corporate seal of the Corporation this 7th day of January 2003.

Assistant Secretary ConocoPhillips Company

Susan F. Short Notary Public

STATE OF TEXAS

§ §

COUNTY OF HARRIS

- 9 - 9

This instrument was acknowledged before me on January 7, 2003, by Jennifer M. Garcia, Assistant Secretary of ConocoPhillips Company, a Delaware corporation, on behalf of said Corporation.

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JAN 0 8 2003

DIV. OF OIL, GAS & MINING



PAGE '

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "PHILLIPS PETROLEUM COMPANY", CHANGING ITS NAME FROM "PHILLIPS PETROLEUM COMPANY" TO "CONOCOPHILLIPS COMPANY", FILED IN THIS OFFICE ON THE TWELFTH DAY OF DECEMBER, A.D. 2002, AT 1:41 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2002, AT 11 O'CLOCK P.M.

JAN 0 8 2003

DIV. OF OIL, GAS & MINING



Warriet Smith Windson
Harriet Smith Windson, Secretary of State

AUTHENTICATION: 2183360

DATE: 01-02-03

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(THU) | 2. | 2' | 02 | 13: 32/ST. | 3: 54748748667567492 | 5
DIVISION OF CORPORATIONS
FILED 01: 41 PM 12/12/2002
020763238 - 0064324

CERTIFICATE OF AMENDMENT

to the

RESTATED CERTIFICATE OF INCORPORATION

of

PHILLIPS PETROLEUM COMPANY (to be renamed ConocoPhillips Company)

Phillips Petroleum Company ("Phillips"), a corporation organized and existing under the General Corporation Law of the State of Delaware (the "DGCL"), hereby certifies that:

- 1. The amendments to Phillips' Restated Certificate of Incorporation set forth below were duly adopted in accordance with the provisions of Section 242 of the DGCL and have been consented to in writing by the sole stockholder of Phillips in accordance with Section 228 of the DGCL.
- 2. Phillips' Restated Certificate of Incorporation is hereby amended by deleting Article I thereof and replacing in lieu thereof a new Article I reading in its entirety as follows:

"The name of the corporation (which is hereinafter referred to as the "Corporation") is ConocoPhillips Company."

- 3. Phillips' Restated Certificate of Incorporation is hereby amended by deleting Section 1 of Article IV thereof and replacing in lieu thereof a new Section 1 reading in its entirety as follows:
 - "Section 1. The Corporation shall be authorized to issue 2,100 shares of capital stock, of which 2,100 shares shall be shares of Common Stock, \$.01 par value ("Common Stock")."
- 4. Pursuant to Section 103(d) of the DGCL, this amendment will become effective at 11:00 p.m., Eastern time, on December 31, 2002.

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JAN n 8 2003

DIV. OF OIL, GAS & MINING

IN WITNESS WHEREOF, Phillips has caused this certificate to be executed this 12th day of December, 2002.

PHILLIPS PETROLEUM COMPANY

Name:

Rick A. Harrington

Title: Senior Vice President, Legal,

and General Counsel

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DIV. OF OIL, GAS & MINING

HQU03:884504.1



The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"CONOCO INC.", A DELAWARE CORPORATION,

WITH AND INTO "CONOCOPHILLIPS COMPANY" UNDER THE NAME OF "CONOCOPHILLIPS COMPANY", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWELFTH DAY OF DECEMBER, A.D. 2002, AT 1:44 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2002, AT 11:59 O'CLOCK P.M.

> RECEIVED JAN 0 8 2003

DIV. OF OIL, GAS & MINING



Warriet Smith Windson Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2183370

DATE: 01-02-03

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030002793

CERTIFICATE OF MERGER

of

Conoco Inc.
(a Delaware corporation)

with and into

ConocoPhillips Company (a Delaware corporation)

Phillips Petroleum Company, a Delaware corporation to be renamed ConocoPhillips Company prior to the effective time of this certificate of merger (the "Surviving Corporation"), in compliance with the requirements of the General Corporation Law of the State of Delaware (the "DGCL") and desiring to effect a merger of Conoco Inc., a Delaware corporation formerly incorporated under the name Du Pont Holdings, Inc. (the "Merging Corporation," and together with the Surviving Corporation, the "Constituent Corporations"), with and into the Surviving Corporation, and acting by its duly authorized officer, DOES HEREBY CERTIFY that:

First: As of the date hereof, the name and state of incorporation of each of the Constituent Corporations of the merger are as follows:

NAME

STATE OF INCORPORATION

PHILLIPS PETROLEUM COMPANY

Delaware

CONOCO INC.

Delaware

Second: An agreement and plan of merger has been approved, adopted, certified, executed and acknowledged by each of the Constituent Corporations in accordance with the requirements of Section 251 of the DGCL;

Third: The name of the Surviving Corporation will be ConocoPhillips Company;

Fourth: The Certificate of Incorporation of ConocoPhillips Company immediately prior to the merger shall be the Certificate of Incorporation of the Surviving Corporation until such time as it may be amended in accordance with applicable law and the provisions thereof;

Fifth: The executed agreement and plan of merger is on file at an office of the Surviving Corporation, the address of which is 600 North Dairy Ashford, Houston, Texas 77079;

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JAN 0 8 2003

Sixth: A copy of the agreement and plan of merger will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any Constituent Corporation; and

Seventh: Pursuant to Section 103(d) of the DGCL, this certificate of merger will become effective at 11:59 p.m., Eastern time, on December 31, 2002.

Dated: December 12, 2002

PHILLIPS PETROLEUM COMPANY

(a Delaware corporation)

•

Name: Rick A. Harrington

Title: Senior Vice President, Legal, and General Counsel

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JAN 0 8 2003

DIV. OF OIL, GAS & MINING

CONOCOPHILLIPS COMPANY

poration - Foreign - Profit 562960-0143

REFERENCE NUMBER(S), CLASSIFICATION(S) & DETAIL(S)

EFFECTIVE 06/14/1946

EXPIRATION *RENEWAL

UNITED STATES CORP CO
CONOCOPHILIPS COMPANY
GATEWAY TOWER EAST STE 900
10 EAST SOUTH TEMPLE
SLC UT 84133

JAN 0 8 2003

NAMES AND ASSOCIATION OF THE PROPERTY OF THE P

DIV. OF OIL, GAS & MINING

STATE OF UTAH DEPARTMENT OF COMMERCE DIVISION OF CORPORATIONS & COMMERCIAL CODE

REGISTRATION

EFFECTIVE DATE:

06/14/1946

EXPIRATION DATE:

*RENEWAL

ISSUED TO:

CONOCOPHILLIPS COMPANY



REFERENCE NUMBER(S), CLASSIFICATION(S) & DETAIL(S)

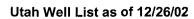
562960-0143

Corporation - Foreign - Profit

*RENEWAL

You will need to renew your registration each anniversary date of the effective date.

Exceptions: DBAs and Business Trusts renew every three (3) years from the effective date.



[450.000.000.00	Otali Well Lis		_	11.04.4	0	T	T		_
API Well Number	Well Name			Well Status					
43-007-30887-00-00	·	Gas \		APD	32	14		10	
43-007-30865-00-00	I	Gas \		APD	29			10	
43-007-30837-00-00		Gas V		APD	32	13			E
43-047-34551-00-00		Gas V		APD	24	10		17	
43-047-33982-00-00	I	Gas V		APD	17	10		18	
	FEDERAL 12-29-7 1	Gas V		APD	29		S	19	
	FEDERAL 31-31-6 1	Gas V		APD	31		S	19	
	MCKENDRICK 29-548	Gas V		APD	_ 29	14		10	
43-015-30512-00-00		Gas V		APD	19	16			E
43-015-30515-00-00		Gas V	~~~	APD	24	16		8	E
43-015-30548-00-00		Gas V		APD	30	16			E
43-007-30888-00-00		Gas V		APD	32	14		10	
43-007-30813-00-00		Gas V		APD	33	13		9	E
43-007-30766-00-00		Gas V		APD	33	13		9	E E
43-007-30838-00-00		Gas V		APD	32	13		9	Е
43-007-30863-00-00		Gas V		APD	29	14		10	Е
43-007-30797-00-00		Gas V		APD	15	14		8	Е
43-007-30798-00-00	SEELY 15-499	Gas V		APD	15	14		8	E
43-007-30799-00-00		Gas V	Vell	APD	15	14		8	
43-007-30796-00-00	SEELY 22-492	Gas V	Vell	APD	22	14	1	8	Ε
43-007-30801-00-00	SEELY 22-502	Gas V	Vell	APD	22	14		8	Ε
43-007-30802-00-00	SEELY 22-503	Gas V	Vell	APD	22	14		8	Е
43-007-30711-00-00	USA 09-452	Gas V	Vell	APD	9	15		8	Е
43-015-30351-00-00	USA 11-313	Gas V	Vell	APD	11	16	S	9	Ε
43-015-30398-00-00	USA 12-385	Gas V	Vell	APD A	12	16		9	E
43-015-30409-00-00	USA 12-426	Gas V	Vell	APD	12	16	S	9	E
43-007-30805-00-00	USA 14-490	Gas V	Vell	APD	14	14	S	9	E
43-007-30806-00-00	USA 14-491	Gas V	Vell	APD	14	14	S	8	Ε
43-007-30676-00-00	USA 15-421	Gas V	Vell	APD	15	15	S	8	Ε
43-015-30417-00-00	USA 21-427	Gas V	Vell	APD	21	16	S	9	Е
43-015-30416-00-00	USA 21-428	Gas V	Vell	APD	21	16	S	9	E
43-015-30415-00-00	USA 21-429	Gas V	Vell	APD	21	16	S	9	E
43-007-30515-00-00	USA 31-309	Gas V	Vell	APD	31	15	S	10	E
43-007-30835-00-00	USA 33-515	Gas V	Vell	APD	33	13	S	9	E
43-007-30836-00-00	USA 33-624	Gas V	Vell	APD	33	13	S	9	Ε
43-007-30803-00-00		Gas V		APD	34	14		8	E
43-007-30478-00-00	UTAH 05-224	Gas V	Vell	APD	5	15	S	9	E
43-015-30411-00-00	UTAH 16-365	Gas V	Vell	APD	16	16	s	9	Е
43-015-30412-00-00		Gas V		APD	16	16		9	E
43-015-30413-00-00		Gas V		APD	16	16		9	
43-015-30299-00-00		Gas V		APD	18	16		9	E
43-015-30420-00-00		Gas V		APD	19	16		9	E
43-015-30492-00-00		Gas V		APD	19	16		9 10	Е
43-007-30891-00-00		Gas V		APD	19	14		10	Ē
43-015-30414-00-00		Gas V		APD	20	16		9	E
43-015-30421-00-00		Gas V		APD	20	16		9	Ē
43-015-30518-00-00		Gas V		APD	25	16		8	Ē
43-015-30539-00-00		Gas V		APD	25	16		8	
43-015-30540-00-00		Gas V		APD	25	16		8	
43-007-30817-00-00	10	Gas V		APD	25	13		9	 E
43-015-30543-00-00		Gas V		APD	26	16		8	-
43-015-30547-00-00		Gas V		APD	29	16		9	F
43-007-30889-00-00		Gas V		APD	32	14		10	
43-007- 30809-00-00	······································				35	13		9	
43-007-30014-00-00	O I ALL 20-200	Gas V	v CII	APD	აე	13	<u> </u>	9	<u> </u>



API Well Number	Well Name	Well Type	Well Status	Sec	Twnn	Twnd	Rnan	Rnad
43-047-33750-00-00		Gas Well	P	29		S	19	
43-047-33730-00-00		Gas Well	P	26	15	_		E
	GIACOLETTO 11-113	Gas Well	P	11	14			E
	GIACOLETTO 13-120	Gas Well	P	13	14		9	E
	GIACOLETTO 13-120	Gas Well	P	14	14		9	E
	HELPER & ASSOC 07-307	Gas Well	P	7	15			E
	HELPER & ASSOC 07-307	Gas Well	P	18	15		9	E
	HELPER & ASSOC 18-230	Gas Well	P	18	15			E
	HELPER & ASSOC 16-306	Gas Well	P	8	15			E
	- 1·F·	<u> </u>	P	7	15		9	E
	HELPER & ASSOCIATES 7-84	Gas Well	P	16	15			
43-007-30588-00-00		Gas Well	P	31	14			
	KAKATSIDES 31-197	Gas Well	ļ				10	
43-007-30296-00-00		Gas Well	Р	17	15			E
43-007-30323-00-00		Gas Well	P :	16	14			
	PETES WASH 23-12 #1	Gas Well	Р	12	10		17	
43-007-30748-00-00		Gas Well	P	25	15			E
43-007-30749-00-00		Gas Well	Р	25	15		8	
43-007-30754-00-00		Gas Well	P	26	15		8	
43-007-30755-00-00		Gas Well	Р	26	15		8	
43-007-30745-00-00		Gas Well	P	26	15		8	
1	PINNACLE PEAK 19-171	Gas Well	Р	19	14		9	
43-007-30845-00-00		Gas Well	Р	10	15		8	
43-007-30282-00-00		Gas Well	P	19	15		10	
43-007-30283-00-00		Gas Well	Р	19	15		10	
43-007-30346-00-00		Gas Well	P	30	15		10	
		Gas Well	P	10				E
43-015-30494-00-00		Gas Well	Р	15	16			E
	PRETTYMAN 10-15-34	Gas Well	Р	10	14			E
	PRETTYMAN 11-114	Gas Well	P	11	14			E
43-007-30653-00-00		Gas Well	P	21	15			E
43-007-30743-00-00		Gas Well		21	15		9	
43-007-30747-00-00		Gas Well	P	25	15			E
43-007-30559-00-00		Gas Well	P	28	15			E
43-007-30518-00-00		Gas Well	P	28	15		9	
43-007-30509-00-00		Gas Well		3	14		9	
43-007-30473-00-00			P	5	14		9	
43-007-30474-00-00		 	P	5	14		9	
43-007-30475-00-00			P	8	14		9	<u> </u>
43-007-30479-00-00			P	8	14		9	
43-007-30476-00-00			P	8	14		9	
	ROBERTSON 32-127		P	32	14		10	
43-007-30610-00-00			Р	16	15		10	
43-007-30723-00-00			Р	16	15		10	
43-007-30765-00-00	**************************************		Р	16	15		10	
43-007-30800-00-00			Р	22	14		8	
43-007-30130-00-00			P	25	14		9	
43-007-30142-00-00	***************************************	<u> </u>	P	36	14		9	
	STELLA-HAMAKER 10-174		Р	10	15		8	
43-007-30746-00-00			Ρ	23	15		8	
43-007-30319-00-00			P	15	14		9	
43-007-30322-00-00		ļ	Р	16	14		9	
43-007-30300-00-00	TELONIS 19-150	Gas Well	Р	19	14		9	
43-007-30299-00-00	TELONIS 19-151	Gas Well	Р	19	14	S	9	E
43-007-30327-00-00	TELONIS 20-152	Gas Well	Р	20	14		9	E



Utah Well List as of 12/26/02

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API Well Number	Well Name	Well Type	Well Status	Sec	Twpn	Twpd	Rngn	Rngd
43-007-30631-00-00	USA 13-419	Gas Well	Р	13	15			
43-007-30707-00-00	USA 13-447	Gas Well	Р	13	14	S	8	E E
43-007-30706-00-00		Gas Well	Р	13	14		8	E
43-007-30789-00-00	USA 13-474	Gas Well	Р	13	14	S	8	
43-007-30790-00-00	USA 13-475	Gas Well	Р	13	14	S	8	
43-007-30568-00-00	USA 13-91	Gas Well	Р	13	14		9	E
43-007-30404-00-00	USA 14-122	Gas Well	Р	14	14		9	E
43-015-30418-00-00	USA 1-425	Gas Well	Р	1	16	S	9	E
43-007-30579-00-00	USA 14-325	Gas Well	P	14	15		8	E
43-007-30634-00-00	USA 14-386	Gas Well	Р	14	15	S	8	E E
43-007-30646-00-00	USA 14-416	Gas Well	Р	14	15	S	8	Е
43-007-30647-00-00	USA 14-417	Gas Well	Р	14	15		8	E
43-007-30791-00-00	USA 14-476	Gas Well	Р	14	14		8	
43-007-30792-00-00	USA 14-477	Gas Well	Р	14	14		8	
43-007-30529-00-00	USA 14-74	Gas Well	Р	14	14	S	9	Ε
43-007-30263-00-00	USA 14-75	Gas Well	Р	14	14		9	
43-007-30450-00-00	USA 15-176	Gas Well	Р	15	14		9	
43-007-30423-00-00	USA 15-177	Gas Well	P	15	14		9	
43-007-30690-00-00	USA 15-420	Gas Well	Р	15	15	S	8	
43-007-30691-00-00	USA 15-422	Gas Well	Р	15	15		8	
43-007-30264-00-00	USA 15-88	Gas Well	Р	15	14	S	9	E
43-007-30422-00-00	USA 17-179	Gas Well	Р	17	14	S	9	E
43-007-30622-00-00	USA 17-180A	Gas Well	Р	17	14	S	9	E.
43-007-30618-00-00	USA 18-181	Gas Well	Р	18	14	S	9	E
43-007-30417-00-00	USA 18-182	Gas Well	Р	18	14	S		E
43-007-30619-00-00	USA 18-435	Gas Well	P	18	14	S	9	
43-007-30393-00-00	USA 19-222	Gas Well	Р	19	15		10	
43-007-30392-00-00	USA 19-73	Gas Well	Р	19	15		10	E
43-007-30448-00-00	USA 20-287	Gas Well	Р	20	15	S	10	E
43-007-30451-00-00	USA 20-288	Gas Well	Р	20	15	S	10	E
43-007-30590-00-00	USA 20-398	Gas Well	P	20	15	S	10	E
43-007-30591-00-00	USA 20-399	Gas Well	P	20	15	S	10	E
43-007-30424-00-00	USA 21-184	Gas Well	Р	21	14	S	9	E
43-007-30425-00-00	USA 21-35	Gas Well	Р	21	14	S	9	E
43-007-30426-00-00	USA 22-185	Gas Well	P	22	14	S	9	E
43-007-30477-00-00	USA 22-186	Gas Well	Р	22	14	S	9	
43-007-30700-00-00	USA 22-466	Gas Well	P	22	15		8	
43-007-30611-00-00		Gas Well	Р	23	14		8	
43-007-30650-00-00		Gas Well	Р	23	15		8	
43-007-30704-00-00	USA 23-451	Gas Well	Р	23	15		8	
43-007-30503-00-00		Gas Well	P	23	15		8	
43-007-30793-00-00	USA 23-478	Gas Well	P	_23	14		8	
43-007-30794-00-00		Gas Well	P	23	14		8	
43-007-30795-00-00	USA 23-480	Gas Well	P	23	14		8	
43-007-30469-00-00	USA 24-183	Gas Well	P	24	14		8	E
43-007-30612-00-00	USA 24-387	Gas Well	Р	24	14		8	E
43-007-30613-00-00		Gas Well	Р	24	14		8	
43-007-30651-00-00			Р	24	15		8	
43-007-30648-00-00		Gas Well	Р	24	15		8	
43-007-30708-00-00		Gas Well	Р	24	14		8	
43-007-30652-00-00		Gas Well	Р	24	15		8	
43-007-30705-00-00		Gas Well	Ρ	24	15		8	
43-007-30505-00-00		Gas Well	Р	_25	15		8	
43-007-30614-00-00	USA 26-393	Gas Well	Р	26	14	S	8	Ε]



Utah Well List as of 12/26/02

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API Well Number	Well Name	Well Type	Well Status	Sec	Twpn	Twpd	Rngn	Rngd
43-007-30430-00-00	UTAH 06-223	Gas Well	Р	6	15		9	E
43-007-30562-00-00	UTAH 06-330	Gas Well	Р	6	15		9	E
43-007-30716-00-00	UTAH 06-483	Gas Well	Р	6	15	S	9	E
43-007-30409-00-00	UTAH 07-234	Gas Well	Р	7	15	S	9	Е
43-007-30421-00-00	UTAH 07-235	Gas Well	Р	7	15	S	9	E
43-007-30411-00-00	UTAH 08-231	Gas Well	Р	8	15	S	9	E
43-007-30488-00-00	UTAH 08-233	Gas Well	Р	8	15	S	9	E
43-015-30464-00-00	UTAH 08-354	Gas Well	Р	8	16		9	
43-015-30378-00-00	UTAH 08-355	Gas Well	Р	8	16		9	
43-015-30379-00-00	UTAH 08-356	Gas Well	Р	8	16	S	9	
43-015-30380-00-00	UTAH 08-357	Gas Well	Р	8	16		9	E
43-007-30449-00-00	UTAH 09-227	Gas Well	Р	9	15		9	
43-007-30561-00-00	UTAH 09-329	Gas Well	Р	9	15		9	E
43-015-30300-00-00	UTAH 09-358	Gas Well	Р	9	16	S	9	E
43-015-30407-00-00	UTAH 09-359	Gas Well	Р	9	16		9	
43-015-30397-00-00	UTAH 09-360	Gas Well	Р	9	16		9	E
43-015-30408-00-00	UTAH 09-361	Gas Well	Р	9	16	S	9	E
43-007-30580-00-00	UTAH 09-412	Gas Well	Р	9	15	S	10	E
43-007-30605-00-00	UTAH 09-413	Gas Well	Р	9	15	S	10	E
43-007-30657-00-00	UTAH 09-450	Gas Well	Р	9	15	S	10	E
43-007-30722-00-00	UTAH 09-453	Gas Well	Р	9	15		10	E
43-007-30302-00-00	UTAH 10-01-36	Gas Well	P	10	15	S	9	E
43-007-30298-00-00	UTAH 10-219	Gas Well	Р	10	15		9	E
43-007-30432-00-00	UTAH 10-220	Gas Well	Р	10	15		9	
43-007-30303-00-00	UTAH 10-221	Gas Well	P.	10	15		9	
43-007-30228-00-00	UTAH 11-50	Gas Well	Р	11	15		9	
43-007-30229-00-00			P	11	15		9	
43-007-30230-00-00	UTAH 11-52	Gas Well	Р	11	15		9	
43-007-30231-00-00		Gas Well	Р	11	15		9	
43-007-30467-00-00	UTAH 1-209	Gas Well	Р	1	15		8	
43-007-30210-00-00		Gas Well	Р	12	15		9	
43-007-30232-00-00		Gas Well	Р	12	15			E
43-007-30233-00-00			P	12	15			E
43-007-30234-00-00		Gas Well	P	12	15		9	
43-015-30493-00-00	UTAH 13-376	Gas Well	P	13	16	s	8	E
43-015-30301-00-00	- P A B.V	Gas Well	Р	13	16		8	
43-007-30243-00-00			P	13	15		9	
43-007-30244-00-00			P	13	15		9	
43-007-30245-00-00			Р	13	15		9	
43-007-30246-00-00			P	13	15		9	
43-007-30439-00-00			P	13	14		9	
43-007-30220-00-00			P	1	15		9	
43-007-30221-00-00			P	1	15		9	
43-007-30222-00-00			P	1	15	-	9	
43-007-30223-00-00			Р	1	15		9	
43-015-30330-00-00			P	14	16		8	
43-015-30331-00-00			P	14	16		8	
43-007-30239-00-00			P	14	15		9	
43-007-30240-00-00			Р	14	15		9	
43-007-30241-00-00			P	14	15		9	
43-007-30242-00-00			P	14	15		9	
43-015-30334-00-00			P	15	16		8	
43-007-30416-00-00			Р	17	15		10	
43-007-30277-00-00	UTAH 17-102	Gas Well	Р	17	15	S	10	E



Utah Well List as of 12/26/02

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API Well Number	Well Name	Well Type	Well Status	Sec	Twpn	Twpd	Rngn	Rngd
43-007-30255-00-00		Gas Well	Р	24	15			
43-007-30256-00-00	UTAH 24-81	Gas Well	Р	24	15	S	9	E E
43-007-30267-00-00		Gas Well	Р	24	15		9	
43-007-30375-00-00		Gas Well	Р	24	15		9	
43-007-30227-00-00		Gas Well	Р	2	15		9	
43-007-30157-00-00		Gas Well	P	25	14		9	
43-007-30399-00-00		Gas Well	P	25	15		9	E
43-007-30400-00-00	<u> </u>	Gas Well	Р	25	15		9	E
43-007-30401-00-00		Gas Well	Р	25	15		9	E
43-007-30402-00-00		Gas Well	P	25	15		9	E
43-007-30402-00-00		Gas Well	P	25	14			E
43-007-30599-00-00		Gas Well	P	25	14			E
43-007-30658-00-00		Gas Well	P	25	14			E
43-007-30602-00-00		Gas Well	P	25	14		8	
		Gas Well	P	25	14			E
43-007-30206-00-00					16			
43-015-30519-00-00		Gas Well	P	25			8	
43-007-30156-00-00		Gas Well	P	25	14		9	
43-007-30204-00-00		Gas Well	Р	26	14		9	
43-007-30205-00-00	L	Gas Well	Р	26	14		9	
43-007-30181-00-00		Gas Well	P	26	14		9	
43-007-30446-00-00		Gas Well	Р	26	15		9	
43-007-30445-00-00		Gas Well	Р	26	15		9	
43-007-30444-00-00		Gas Well	Р	26	15		9	
43-007-30514-00-00		Gas Well	Р	26	15		9	
43-015-30541-00-00	UTAH 26-580	Gas Well	P	26	16		8	
43-015-30542-00-00	UTAH 26-581	Gas Well	Р	26	16		8	
43-015-30544-00-00	UTAH 26-583	Gas Well	Р	26	16			E
43-007-30202-00-00	UTAH 26-6-24	Gas Well	P	26	14		9	E
43-007-30395-00-00	UTAH 27-187	Gas Well	Р	27	14	S	9	E E
43-007-30292-00-00	UTAH 27-188	Gas Well	Р	27	14	S	9	E
43-007-30457-00-00	UTAH 27-268	Gas Well	Р	27	15	S	9	E
43-007-30458-00-00	UTAH 27-269	Gas Well	Р	27	15	S	9	E
43-007-30712-00-00	UTAH 27-457	Gas Well	Р	27	14	s	8	E
43-007-30714-00-00			P	27	14		8	Е
43-007-30777-00-00	AND THE RESERVE AND ADDRESS OF THE PARTY OF		Р	27	14		8	
43-015-30545-00-00			Р	27	16		8	
43-007-30193-00-00			Р	27	14		9	
43-007-30186-00-00			P	27	14		9	
43-007-30396-00-00			P	28	14		9	
43-007-30397-00-00			P	28	14		9	
43-007-30293-00-00			Р	28	14		9	
43-007-30294-00-00			Р	28	14		9	
43-007-30294-00-00			<u>'</u> P	28	15		9	
43-007-30560-00-00			<u>'</u> P	28	15		9	
43-007-30300-00-00			P	29	14		9	
			P	29	14		9	
43-007-30427-00-00			P	29	15		9	
43-007-30739-00-00							9	듣
43-007-30740-00-00			P	29	15		9	<u> </u>
43-007-30741-00-00	· · · · · · · · · · · · · · · · · · ·		P	29	15		9	
43-007-30742-00-00			P	29	15		9	
43-007-30262-00-00			P	30	14		10	
43-007-30185-00-00			Р	30	14		10	
43-007-30265-00-00			Р	30	14		9	
43-007-30344-00-00	UTAH 30-196	Gas Well	P	30	14	S	9	E



43-007-30285-00-00 UTAH 8-98X

43-007-30274-00-00 UTAH 8-99

43-007-30413-00-00 UTAH 9-228

43-007-30414-00-00 UTAH 9-229

43-015-30250-00-00 UTAH 16-110

43-007-30279-00-00 WILLIAMS 30-78

43-007-30481-00-00 WOOLSTENHULME 05-266

Utah Well List as of 12/26/02

	1 as of 12/2						
Well Name	Well Type	Well Status	Sec	Twpn	Twpd	Rngn	Rngd
UTAH 36-1-2	Gas Well	Р					E
UTAH 36-135	Gas Well	Р	36			9	E
UTAH 36-136	Gas Well	P	36			9	E
UTAH 36-137	Gas Well	Р	36				E
UTAH 36-162	Gas Well	Р	36			8	Е
UTAH 36-163	Gas Well	Р	36				
UTAH 36-164	Gas Well	Р	36	14	S		Е
UTAH 36-165	Gas Well	P	36	14	S		E
UTAH 36-9-5	Gas Well	Р	36	14	S	9	E
UTAH 4-280	Gas Well	Р	4	16	S	9	E
UTAH 4-282	Gas Well	Р	4	16	S		E
UTAH 5-205	Gas Well	Р	5	15	S	9	E
UTAH 5-94	Gas Well	Р					
UTAH 5-95	Gas Well	Р				10	E
UTAH 5-96	Gas Well	Р	5				
UTAH 6-38	Gas Well	P	6				
UTAH 6-39	Gas Well	Р	6				
UTAH 6-40	Gas Well	Р	6	15	S		
UTAH 6-41	Gas Well	Р	6			10	E
UTAH 7-57	Gas Well	P	- 1				
UTAH 7-58	Gas Well	Р	7			10	E
UTAH 7-59	Gas Well	Р	7			10	E
UTAH 7-60	Gas Well	Р	7				
UTAH 8-100	Gas Well	Р	8	15	S	10	E
UTAH 8-230	Gas Well	Р	8				
UTAH 8-97	Gas Well	Р	8	15	S	10	E
	UTAH 36-1-2 UTAH 36-135 UTAH 36-136 UTAH 36-137 UTAH 36-162 UTAH 36-163 UTAH 36-165 UTAH 36-9-5 UTAH 4-280 UTAH 4-280 UTAH 5-205 UTAH 5-94 UTAH 5-96 UTAH 6-38 UTAH 6-39 UTAH 6-40 UTAH 7-57 UTAH 7-59 UTAH 7-59 UTAH 7-59 UTAH 7-60 UTAH 8-100 UTAH 8-230	UTAH 36-1-2 Gas Well UTAH 36-135 Gas Well UTAH 36-136 Gas Well UTAH 36-137 Gas Well UTAH 36-162 Gas Well UTAH 36-163 Gas Well UTAH 36-165 Gas Well UTAH 36-9-5 Gas Well UTAH 4-280 Gas Well UTAH 5-205 Gas Well UTAH 5-94 Gas Well UTAH 5-95 Gas Well UTAH 6-38 Gas Well UTAH 6-40 Gas Well UTAH 6-41 Gas Well UTAH 7-57 Gas Well UTAH 7-58 Gas Well UTAH 7-60 Gas Well UTAH 8-100 Gas Well UTAH 8-230 Gas Well	UTAH 36-1-2 Gas Well P UTAH 36-135 Gas Well P UTAH 36-136 Gas Well P UTAH 36-137 Gas Well P UTAH 36-162 Gas Well P UTAH 36-163 Gas Well P UTAH 36-164 Gas Well P UTAH 36-165 Gas Well P UTAH 36-9-5 Gas Well P UTAH 4-280 Gas Well P UTAH 5-95 Gas Well P UTAH 5-94 Gas Well P UTAH 5-95 Gas Well P UTAH 6-38 Gas Well P UTAH 6-39 Gas Well P UTAH 6-40 Gas 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Well P 36 14 S 8 UTAH 36-164 Gas Well P 36 14 S 8 UTAH 36-165 Gas Well P 36 14 S 8 UTAH 36-9-5 Gas Well P 36 14 S 9 UTAH 4-280 Gas Well P 4 16 S 9 UTAH 5-205 Gas Well P 4 16 S 9 UTAH 5-94 Gas Well P 5 15 S 10 </td></td>	UTAH 36-1-2 Gas Well P 36 14 S UTAH 36-135 Gas Well P 36 15 S UTAH 36-136 Gas Well P 36 15 S UTAH 36-137 Gas Well P 36 15 S UTAH 36-162 Gas Well P 36 14 S UTAH 36-163 Gas Well P 36 14 S UTAH 36-164 Gas Well P 36 14 S UTAH 36-165 Gas Well P 36 14 S UTAH 36-9-5 Gas Well P 36 14 S UTAH 4-280 Gas Well P 36 14 S UTAH 4-282 Gas Well P 4 16 S UTAH 5-205 Gas Well P 5 15 S UTAH 5-94 Gas Well P 5 15 S UTAH 5-95 Gas Well P 5 15 S UTAH 6-38 Gas Well P 5 15 S UTAH 6-40 <td>UTAH 36-1-2 Gas Well P 36 14 S 9 UTAH 36-135 Gas Well P 36 15 S 9 UTAH 36-136 Gas Well P 36 15 S 9 UTAH 36-137 Gas Well P 36 15 S 9 UTAH 36-162 Gas Well P 36 14 S 8 UTAH 36-163 Gas Well P 36 14 S 8 UTAH 36-164 Gas Well P 36 14 S 8 UTAH 36-165 Gas Well P 36 14 S 8 UTAH 36-9-5 Gas Well P 36 14 S 9 UTAH 4-280 Gas Well P 4 16 S 9 UTAH 5-205 Gas Well P 4 16 S 9 UTAH 5-94 Gas Well P 5 15 S 10 </td>	UTAH 36-1-2 Gas Well P 36 14 S 9 UTAH 36-135 Gas Well P 36 15 S 9 UTAH 36-136 Gas Well P 36 15 S 9 UTAH 36-137 Gas Well P 36 15 S 9 UTAH 36-162 Gas Well P 36 14 S 8 UTAH 36-163 Gas Well P 36 14 S 8 UTAH 36-164 Gas Well P 36 14 S 8 UTAH 36-165 Gas Well P 36 14 S 8 UTAH 36-9-5 Gas Well P 36 14 S 9 UTAH 4-280 Gas Well P 4 16 S 9 UTAH 5-205 Gas Well P 4 16 S 9 UTAH 5-94 Gas Well P 5 15 S 10

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United States Department of the Interior

BUREAU OF LAND MANAGEMENT

Eastern States Office 7450 Boston Boulevard Springfield, Virginia 22153

IN REPLY REFER TO 3106.8(932.34)WF

January 16, 2003

NOTICE

ConocoPhillips Company

P.O. Box 7500

Bartlesville, Oklahoma 74005

Oil & Gas Leases

Merger/Name Change Recognized

Acceptable evidence was received in this office on January 14, 2003, concerning the change of name of Phillips Petroleum Company to ConocoPhillips Company and the merger of Conoco Incorporated into ConocoPhillips Company on Federal oil and gas leases, with ConocoPhillips Company being the surviving entity.

The Secretary of the State of Delaware certified the effective date of this merger effective December 31, 2002.

The oil and gas lease files identified on the enclosed exhibit have been noted to the merger. The exhibit was compiled from a list of leases obtained from your list of leases. Eastern States has not abstracted the lease files to determine if the entities affected by this merger hold an interest in the leases identified nor have we attempted to identify leases where the entities are the operator on the ground maintaining no vested record title or operating rights interest. We are notifying the Minerals Management Service and all applicable Bureau of Land Management offices of this merger and name change by a copy of this notice. If additional documentation for changes of operator are required by our Field Offices, you will be contacted by them.

If you identify other leases in which the merging entity maintain an interest, please contact this office and we will appropriately document those files with a copy of this Notice.

By Operation of law the name of the principal on Nationwide Oil and Gas Bond held by Conoco Incorporated (ES0085) has been changed to ConocoPhillips Company.

If you have any questions, please contact Bill Forbes at 703-440-1536.

Stulbert Brecher

Wilbert B. Forbes
Land Law Examiner
Branch of Use Authorization
Division of Resources Planning, Use
and Protection

OPERATOR CHANGE WORKSHEET

ROUTING	
1. GLH	
2 CDW	

3. FILE

Change of Operator (Well Sold)

5. If **NO**, the operator was contacted contacted on:

Designation of Agent/Operator

Operator Name Change

X Merger

The operator of the well(s) listed below has changed,	effective:	12-31-02				
FROM: (Old Operator):		TO: (New Operator):				
PHILLIPS PETROLEUM COMPANY	1	CONOCOPHILLIPS COMPANY				
Address: 980 PLAZA OFFICE		Address: P O BOX 2197, WL3 4066				
	1					
BARTLESVILLE, OK 74004	1	HOUSTON, T	X 77252			
Phone: 1-(918)-661-4415		Phone: 1-(832)	-486-2329			
Account No. N1475		Account No.	N2335			
CA No.	-	Unit: DRUNKARDS WASH				
WELL(S)						
	SEC TWN	API NO	ENTITY	LEASE	WELL	WELL
NAME	RNG		NO	TYPE	TYPE	STATUS
UTAH 25-253	25-15S-09E	43-007-30401	11256	STATE	GW	P
UTAH 25-254	25-15S-09E	43-007-30402	11256	STATE	GW	P
UTAH 26-257	26-15S-09E	43-007-30444	11256	STATE	GW	P
UTAH 26-256	26-15S-09E	43-007-30445	11256	STATE	GW	P
UTAH 26-255	26-15S-09E	43-007-30446	11256	STATE	GW	P
UTAH 26-267	26-15S-09E	43-007-30514	11256	STATE	GW	P
UTAH 27-268	27-15S-09E	43-007-30457	11256	STATE	GW	P
UTAH 27-269	27-15S-09E	43-007-30458	11256	STATE	GW	P
UTAH 32-82	32-15S-09E	43-007-30257	11256	STATE	GW	P
UTAH 32-276	32-15S-09E	43-007-30483	11256	STATE	GW	P
UTAH 32-277	32-15S-09E	43-007-30484	11256	STATE	GW	P
UTAH 33-273	33-15S-09E	43-007-30493	11256	STATE	GW	P
UTAH 33-274	33-15S-09E	43-007-30494	11256	STATE	GW	P
UTAH 33-275	33-15S-09E	43-007-30495	11256	STATE	GW	P
UTAH 33-272	33-15S-09E	43-007-30502	11256	STATE	GW	P
UTAH 34-271	34-15S-09E	43-007-30496	11256	STATE	GW	P
UTAH 34-270	34-15S-09E	43-007-30347	11256	STATE	GW	P
UTAH 34-259	34-15S - 09E	43-007-30456	11256	STATE	GW	P
UTAH 34-258		43-007-30552	11256	STATE	GW	P
UTAH 35-263	35-15S-09E	43-007-30441	11256	STATE	GW	P
OPERATOR CHANGES DOCUMENTATION Enter date after each listed item is completed 1. (R649-8-10) Sundry or legal documentation was received to		•	on:	01/08/2003	-	
2. (R649-8-10) Sundry or legal documentation was received to3. The new company has been checked through the Departm		•	01/08/2003 of Corpora	•	ase on:	02/03/2003
4. Is the new operator registered in the State of Utah:		Business Numb	-	562960-014		

6. (R649-9-2)Waste Management Plan has been received on: IN PLACE
7. Federal and Indian Lease Wells: The BLM and or the BIA has approved the merger, name change, or operator change for all wells listed on Federal or Indian leases on: 01/14/2003
8. Federal and Indian Units: The BLM or BIA has approved the successor of unit operator for wells listed on: 01/14/2003
9. Federal and Indian Communization Agreements ("CA"): The BLM or BIA has approved the operator for all wells listed within a CA on: 01/14/2003
10. Underground Injection Control ("UIC") The Division has approved UIC Form 5, Transfer of Authority to Inject, for the enhanced/secondary recovery unit/project for the water disposal well(s) listed on: N/A
DATA ENTRY: 1. Changes entered in the Oil and Gas Database on: 02/11/2003
2. Changes have been entered on the Monthly Operator Change Spread Sheet on: 02/11/2003
3. Bond information entered in RBDMS on: N/A
4. Fee wells attached to bond in RBDMS on: N/A
STATE WELL(S) BOND VERIFICATION:
1. State well(s) covered by Bond Number: 8140-60-24
FEDERAL WELL(S) BOND VERIFICATION: 1. Federal well(s) covered by Bond Number: 8015-16-69
INDIAN WELL(S) BOND VERIFICATION: 1. Indian well(s) covered by Bond Number: N/A
FEE WELL(S) BOND VERIFICATION: 1. (R649-3-1) The NEW operator of any fee well(s) listed covered by Bond Number 6196922
2. The FORMER operator has requested a release of liability from their bond on: The Division sent response by letter on: N/A N/A
LEASE INTEREST OWNER NOTIFICATION: 3. (R649-2-10) The FORMER operator of the fee wells has been contacted and informed by a letter from the Division of their responsibility to notify all interest owners of this change on: N/A
COMMENTS: